

Division of Corporations

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P00000073174**Florida Department of State**

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE**07-31-00****From:**

Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 661-8503
Fax Number : (603) 761-7427

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**Mars Grill, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

W-19064

EFFECTIVE DATE

07-31-00

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Articles Of Incorporation

Of

Mars Grill, Inc.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is Mars Grill, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The date of the commencement of the corporate existence shall be July 31, 2000.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FLORIDA INCORPORATORS, INC.
1221 BRICKELL AVE, STE. 900
MIAMI, FL 33131
(305) 379-7907

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TALLAHASSEE, FLORIDA

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FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is ONE (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and qualified is:

David E. Ragland
1609 Moonbeam Dr.
Malabar, FL 32950

SEVENTH: The name and address of the incorporator is:

David E. Ragland
1609 Moonbeam Dr.
Malabar, FL 32950

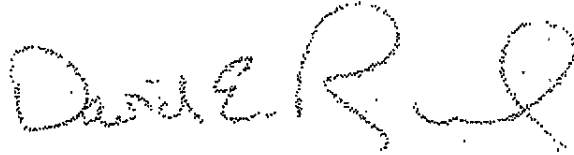
EIGHTH: The name and address of the initial registered agent and the initial registered office is:

H00000040172
David E. Ragland
1609 Moonbeam Dr.
Malabar, FL 32950

NINTH: The mailing address and principal office of
the corporation is:

Mars Grill, Inc.
1609 Moonbeam Dr.
Malabar, FL 32950

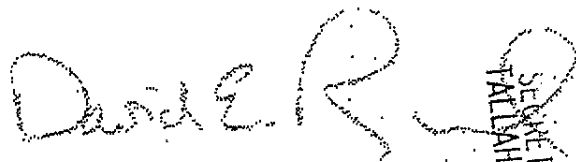
DATED: August 1, 2000



David E. Ragland
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and
responsibilities as registered agent of the corporation.



David E. Ragland

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