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September 7, 2000

Florida Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: The Mark Family Restaurant, Inc.

000003388010--5  
-09/11/00--01080--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

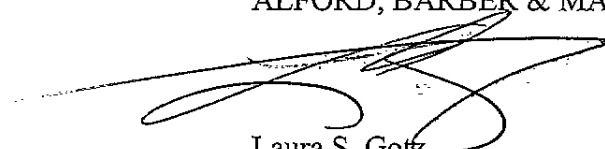
Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for The Mark Family Restaurant, Inc. along with our firm's check in the amount of \$78.75 as the filing fee and certified copy fee for the above corporation. Please return certified copy of the Articles of Incorporation to our Clearwater address listed above. Please process at your earliest convenience.

If you have any questions, please do not hesitate to call. Thank you for your assistance in this matter.

Yours very truly,

ALFORD, BARBER & MARIANI

  
Laura S. Gotz  
Legal Assistant

FILED  
00 SEP 11 PM 1:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch SEP 13 2000

**ARTICLES OF INCORPORATION  
OF  
THE MARK FAMILY RESTAURANT, INC.**

**FILED**  
**00 SEP 11 PM 1:18**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I**

**NAME**

The name of the Corporation is THE MARK FAMILY RESTAURANT, INC. and its mailing address is 1454 Main Street, Dunedin, FL 34698.

**ARTICLE II**

**DURATION**

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

**ARTICLE III**

**PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

**CAPITAL STOCK**

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

## **ARTICLE V**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is Peter L. Markos and the name of its initial registered agent of this corporation at that address is 1454 Main Street, Dunedin, Florida 34698.

## **ARTICLE VI**

### **INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial director of this corporation are:

#### **NAME**

#### **ADDRESS**

Peter L. Markos

1454 Main Street, Dunedin, FL 34698

## **ARTICLE VII**

### **INCORPORATOR**

The name and address of each person signing these Articles is:

#### **NAME**

#### **ADDRESS**

Peter L. Markos

1454 Main Street, Dunedin, FL 34698

## **ARTICLE VIII**

### **CUMULATIVE VOTING**

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

## **ARTICLE IX**

### **PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE X**

### **INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## **ARTICLE XI**

### **BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

**ARTICLE XII**

**AMENDMENT**

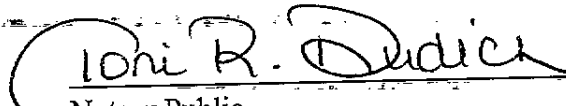
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

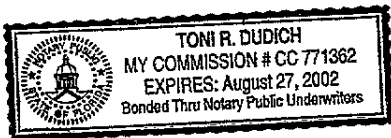
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the 30 day of August, 2000.

  
PETER L. MARKOS

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this 30<sup>th</sup> day of August, 2000.

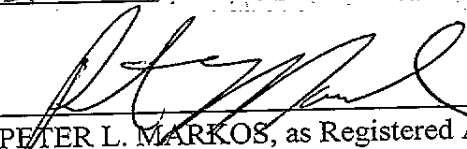
  
Notary Public  
My Commission Expires: August 27, 2002



**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of which is contained in the foregoing Articles of Incorporation.

Dated this 30 day of August, 2000.

  
PETER L. MARKOS, as Registered Agent