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MURPHY'S LAW FIRM, P.A.

THE SENATOR BUILDING, 13899 BISCAYNE BOULEVARD, SUITE 126
NORTH MIAMI BEACH, FLORIDA 33181

10 October 2000

VIA MAIL

ATTN: New Filings
FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Margate Rib Corp.

Gentlemen and Ladies:

600003432586-4

-10/19/00-01103-002

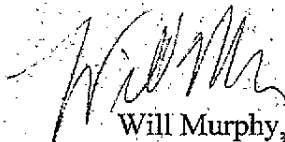
*****87.50 *****87.50

I have enclosed an original and two (2) copies of the articles of incorporation for MARGATE RIB CORP., Inc., an original and two (2) copies of the Acceptance by Registered Agent for said corporation, and a check for \$87.50 for the following:

1.	Profit corporation filing fee	\$35.00
2.	Registered Agent Designation	\$35.00
3.	Certificate of Status	\$ 8.75
4.	Certified copy	<u>\$ 8.75</u>
TOTAL		\$87.50

If you have any questions as to the above, please do not hesitate to contact me.

Sincerely,


Will Murphy
For the Firm

FILED
00 OCT 19 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESNEY

OCT 19 2000

TELEPHONE (305) 341-3427

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**ARTICLES OF INCORPORATION
OF
MARGATE RIB CORP.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: CORPORATE NAME

The name of this corporation is MARGATE RIB CORP.

ARTICLE II: NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida, including but not limited to the purchase and operation of other corporations and business entities, and including but not limited to the sale of food and beverages.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at anyone time is 10,000 shares of \$1.00 par value common stock.

ARTICLE IV: TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V: INITIAL REGISTERED AGENT/CORPORATION ADDRESS

The Registered Agent and the street address of the initial registered office of this Corporation in the State of Florida shall be:

Will Murphy
13899 Biscayne Boulevard, Suite 126
North Miami Beach, Florida 33181

ARTICLE VI: BOARD OF DIRECTORS

This Corporation shall have One Director initially. The number of Directors may be increased or diminished from time to time by way of bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE VII: INITIAL DIRECTOR

The name of the initial Director and her street address:

Shari Stevens
7372 West Atlantic Boulevard
Margate, Florida

ARTICLE VIII: INCORPORATOR

The name and street address of the person signing these Article of Incorporation as Incorporator is:

Will Murphy
13899 Biscayne Boulevard, Suite 126
North Miami Beach, Florida 33181

ARTICLE IX: AMENDMENT

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, approved at a stockholder's meeting by at least a majority of the Stockholders entitled to vote, unless all the Directors and all of the Stockholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 10th day of OCTOBER, 2000


Will Murphy

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OCT 19 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

X 
Will Murphy, Registered Agent
13899 Biscayne Boulevard, Suite 126
North Miami Beach, Florida 33181

10 October 2000
Date