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LAW OFFICES

CURTIS S. FALLGATTER, P.A.

OLD TITLE & TRUST COMPANY BUILDING

200 EAST FORSYTH STREET

JACKSONVILLE, FLORIDA 32202

E-MAIL: FALLGATTERLAW@ILNK.COM

TELEPHONE  
904-353-5800

FACSIMILE  
904-353-5801

October 27, 2000

Secretary of State  
State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

100003451491--8  
-11/03/00--01070--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation of Gourmet Buffet, Inc.

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Incorporation for Gourmet Buffet, Inc. for filing with the Secretary of State. Also enclosed is a check in the amount of \$70.00 for the filing fee. Upon filing of the articles, please return a file stamped copy to our office in the return envelope provided.

Thank you for your assistance in this matter. If you have any questions, please call.

Sincerely,

*William L. Roelke, Jr.*  
William L. Roelke, Jr.

- Encls.: 1. Original and 1 copy of Articles of Incorporation  
2. Check for \$70.00  
3. Return envelope

64090

FILED  
00 NOV -3 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

No Copy  
SLS  
11/6

ARTICLES OF INCORPORATION

OF

GOURMET BUFFET, INC.

ARTICLE I-NAME

The name of this Corporation is Gourmet Buffett, Inc.

ARTICLE II-INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 140 West Monroe Street, Jacksonville, Florida 32202.

ARTICLE III-DURATION

This Corporation shall have perpetual existence.

ARTICLE IV-PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V-CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares, all of which shall be of the par value of One Dollar (\$1.00) per share.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 140 West Monroe Street, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is Michael W. Chen.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

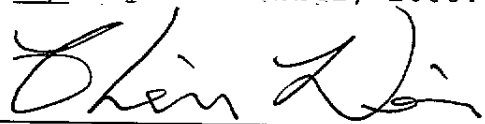
The number of Directors constituting the initial Board of Directors of this Corporation shall be one (1), and the name and address of each person to serve as Director is:

Michael W. Chen, President      140 West Monroe Street  
   Jacksonville, Florida 32202

ARTICLE VIII-INCORPORATOR

The name and address of the incorporator is Michael W. Chen, 140 West Monroe Street, Jacksonville, Florida 32202.

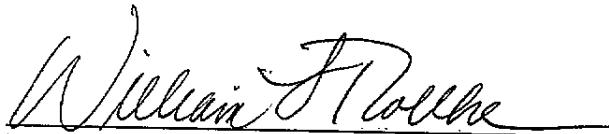
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of October, 2000.

  
\_\_\_\_\_  
Michael W. Chen, Incorporator

STATE OF FLORIDA )

COUNTY OF DUVAL )

The foregoing instrument was acknowledged before me this 19th  
day of October, 2000 by Michael W. Chen. He is personally known to  
me or produced \_\_\_\_\_ as identification.



Notary Public for the State of  
Florida at Large

My Commission Expires:

Commission Number:

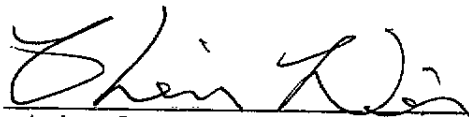


WILLIAM L. ROELKE  
COMMISSION # CC 672690  
EXPIRES AUG 17, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

**CERTIFICATE DESIGNATING  
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Gourmet Buffett, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Jacksonville, State of Florida, has named Michael W. Chen, located at 140 West Monroe Street, Jacksonville, Florida 32202, as its agent to accept service of process within Florida.

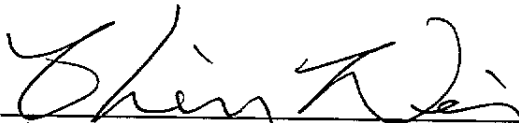


Michael W. Chen, Incorporator

Date: OCT. 19 2000

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Michael W. Chen hereby agrees to act in this capacity, and to comply with the provisions of all statutes relative to the proper and complete performance of its duties.



Michael W. Chen

Date: OCT. 19. 2000

**FILED**  
00 NOV -3 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA