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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

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From:

305 541 3770 P.01/06

: EMPIRE CORPORATE KIT COMPANY Account Name

Account Number : 072450003255 : (305)541-3694 Phone

Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

INTERNATIONAL RESTAURANT SYNDICATORS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

<u>of</u>

INTERNATIONAL RESTAURANT SYNDICATORS, INC.

The undersigned Incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida in accordance with Section 607.0202, Florida Statutes.

ARTICLE I

CORPORATE NAME

The name of this Corporation is:

INTERNATIONAL RESTAURANT SYNDICATORS, INC.

SECRETARY OF STATE SECRETARY OF CORPORATIONS
ON OF CORPORATIONS
ON JAN 11 PM 2: 21

ARTICLE II

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE III

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 United States and of the State of Florida.

Jonathan H. Green 799 Brickell Plaza, Ste 700 Miami, Fl 33131 Fla Bar #307513 (305) 372-5100 H01000005107

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ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One (\$1.00) Dollar per share.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED AND PRINCIPAL OFFICE

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

JONATHAN H. GREEN c/o Jonathan H. Green & Associates, P.A. 799 Brickell Plaza, Suite 700 Miami, Plorida 33131-2816

The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Board of Directors, but shall never be less than one (1).

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ARTICLE VII

INITIAL DIRECTOR

The name of the Initial Director of this Corporation and his street address is:

JONATHAN H. GREEN c/o Jonathan H. Green & Associates, P.A. 799 Brickell Plaza, Suite 700 Miami, Florida 33131-2816

The person named as Initial Director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator are:

JONATHAN H. GREEN C/o Jonathan H. Green & Associates, P.A. 799 Brickell Plaza, Suite 700 Miami, Florida 33131-2816

JONATION H. GREEN, Incorporator

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STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public, personally appeared JONATHAN H. GREEN, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

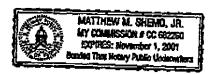
WITNESS my hand and official seal at Miami, Miami-Dade County, Florida this day of the 2001.

NOTARY PUBLIC

State of Florida At Large

(SEAL)

My Commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted in compliance with said Act:

That International Restaurant Syndicators, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Article of Incorporation at Miami, County of Miami-Dade, State of Florida, has named JONATHAN H. GREEN located at 799 Brickell Plaza, Suite 700, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated this 8th day of Joney, 2001.

JONATHAN H. GREEN

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