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JOSEPH BRIEN ESQUIRE
ATTORNEY & COUNSELOR AT LAW

February 27, 2001

DIVISION OF CORP. - NEW FILINGS
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32301

100003831751--6
-03/13/01--01006--002
*****78.75 *****78.75

RE: Cypress Deli & Grill, Inc.


Dear Division of Incorporations:

Enclosed please find Articles of Incorporation for **Cypress Deli & Grill, Inc.**, along with a check in the amount of \$78.75 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Thank you.

Sincerely,



Joseph Brien
Attorney At Law

FILED
2001 MAR 12 PM 12:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

3/14/01

Articles of Incorporation

Cypress Deli & Grill, Inc.

A FLORIDA CORPORATION

FILED

2001 MAR 12 PM 12:16

SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of the corporation is: **Cypress Deli & Grill, Inc.**
2. The purpose for which this corporation is organized is to **conduct any business considered legal in the United States, Florida and any other State.**
3. The principal place of business and mailing address of the corporation is: **6045 NW 31 Avenue, , Fort Lauderdale, Florida, 33309.**
4. The corporation shall have the authority to issue **one million (1,000,000)** shares of common stock, in one class only, each with a par value of **\$0.001.**
5. The registered agent of the corporation is **William Rivera** and the registered address is **6045 NW 31 Avenue, Fort Lauderdale, Florida 33309.**
6. The initial Board of Directors shall have **One (1)** member whose name and address is as follows: **William Rivera, 6045 NW 31 Avenue, Fort Lauderdale, Florida 33309.**

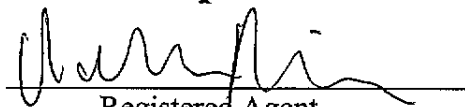
The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.
7. The incorporator of this corporation is **Joseph Brien, Esquire** and whose address is **2632 Hollywood Boulevard, Suite 101, Hollywood, Florida 33020.**

Dated February 27, 2001


Incorporator

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 am familiar with and accept the obligations of my position as registered agent.

Dated 02-27-01


Registered Agent