



# International Restaurant Management Group

# PO1000068890

July 9, 2001

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000004467260--8  
-07/10/01--01044--009  
\*\*\*288.75 \*\*\*\*\*96.25

Re: KCG of Millenia Mall, Inc.  
Tango Grill Parrillada of Millenia, Inc.  
Happy Burger of Dolphin Mall, Inc.  
Napoliello of Dolphin II, Inc.

Dear Sir or Madam:

Attached you will find one original and one copy of the Articles of Incorporation for each of the above-captioned entities. Please file these articles with the Department of State at your earliest convenience and return them, along with two certified copies and one certificate of status.

Also enclosed you will find two checks in which sum represents the fees for this request. Please contact me at the telephone number shown below with any questions or problems regarding this filing.

Sincerely,

  
Rosie G. Torres  
Corporate Paralegal

FILED  
01 JUL 10 PM 2:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



4104 Aurora Street Coral Gables, FL 33146  
Phone (305) 476-1611 Fax (305) 476-9622  
email: cajun@kellyscajungrill.com www.kellyscajungrill.com

T. 2001



**ARTICLES OF INCORPORATION**  
**OF**  
**NAPOLIELLO OF DOLPHIN II, INC.**

**FILED**  
01 JUL 10 PM 2:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**  
**Corporate name**

The name of the corporation is Napoliello of Dolphin II, Inc., hereinafter referred to as the "Corporation."

**ARTICLE II**  
**Corporate Duration**

The duration of the Corporation is perpetual, and the corporate existence is to commence upon filing hereof, pursuant to Florida Status Section 607.0203 (1991).

**ARTICLE III**  
**Purpose and Powers**

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

**ARTICLE IV**  
**Capitalization**

The aggregate number of shares the corporation is to issue is one-thousand (1,000) shares. Such shares shall be of a single common class and shall have a par value of one dollar (\$1.00) per share.

**ARTICLE V**  
**Registered Office, Agent and Principal Office**

The street address of the initial registered office of the corporation is 4104 Aurora Street, Coral Gables, FL 33146. The name of the Corporation's initial registered agent at such address is Hing Yu Yeung. The principal office and mailing address of the Corporation is 4104 Aurora Street, Coral Gables, FL 33146.

**ARTICLE VI  
Directors**

The number of directors constituting the initial Board of Directors of the Corporation is one (1). The name and address of the person who is to serve as a member of the initial Board of Directors is as follows:

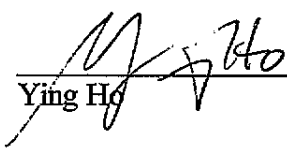
Anthony Napoliello  
4104 Aurora Street  
Coral Gables, FL 33146

**ARTICLE VII  
Incorporators**

The name and address of the incorporator is:

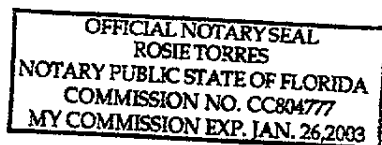
Ying Ho  
4104 Aurora Street  
Coral Gables, FL 33146

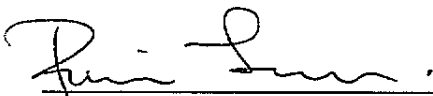
IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Miami Dade, Florida on this the 9<sup>th</sup> day of July, 2001.

  
\_\_\_\_\_  
Ying Ho

STATE OF FLORIDA     )  
                                  )  
COUNTY OF DADE     )

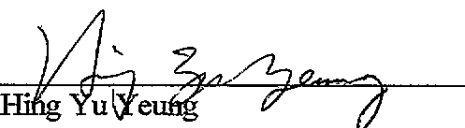
The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of July, 2001 by Ying Ho who is personally known to me and who did not take an oath.



  
\_\_\_\_\_  
Notary Public

**ACKNOWLEDGEMENT OF APPOINTMENT AS REGISTERED AGENT**

I am familiar with and accept the duties and responsibilities of registered agent for the above Corporation.

  
\_\_\_\_\_  
Hing Yu Yeung