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Law Offices of
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MARGARET A. BENTON

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ATTORNEY AND COUNSELOR
800 VIRGINIA AVENUE • SUITE 10 • FORT PIERCE, FL 34982 • (561) 466-0995
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 9, 2001

Divisions of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: New Corporation

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-07/13/01--01043--007
*****87.50 *****87.50

Dear Sir/Madam:

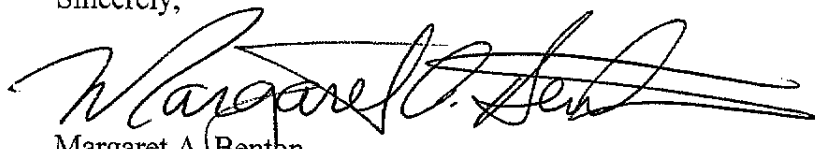
Enclosed please find an original and two copies of the Articles of Incorporation of Granny's
Kitchen of the Treasure Coast, Inc.

Also enclosed is a check from Granny's Kitchen for (1) filing fee of \$70.00, (2) fee for certified copy of \$8.75, and (3) fee for certificate of status of \$8.75, for a total of \$87.50.

Kindly return the certified copy and certificate of status in the enclosed stamped, self addressed envelope.

Thank you very much.

Sincerely,


Margaret A. Benton
Attorney at Law

MAB/cdr

cc: Hassie Russ
Granny's Kitchen

ARTICLES OF INCORPORATION
OF
GRANNY'S KITCHEN OF THE TREASURE COAST, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be **Granny's Kitchen of the Treasure Coast, Inc.**

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 901 Avenue D, Fort Pierce, FL 34950. The mailing address of the Corporation shall be 901 Avenue D, Fort Pierce, FL 34950.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time, is one million (1,000,000) shares of common stock having a par value of one cent (\$0.01) per share.

**ARTICLE IV - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of this Corporation in the State of Florida shall be 901 Avenue D, Fort Pierce, FL 34950. The Board of Directors may from time to time, move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Hassie Russ. The Board of Directors may from time to time, designate a new registered agent.

ARTICLE V - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Hassie Russ	901 Avenue D, Fort Pierce, FL 34950

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be two (2).
- B. The initial directors in this Corporation shall be:
 - Hassie Russ, 901 Avenue D, Fort Pierce, FL 34950
 - Fenee' Russ, 901 Avenue D, Fort Pierce, FL 34950.
- C. The number of directors may be increased or decreased from time to time in accordance with the By laws of this Corporation, but shall never be less than one (1).

ARTICLE VII - PURPOSE

The general purpose for which this Corporation is organized shall be to operate restaurants and also to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

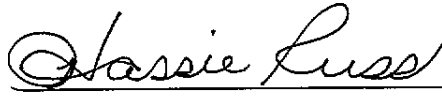
ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Fort Pierce, Florida, this 9th day of July 2001.

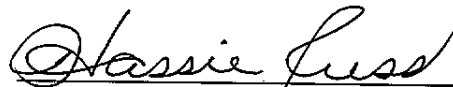


HASSIE RUSS

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above-mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

DATED this 9th day of July 2001.



Registered Agent: HASSIE RUSS

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