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ACCOUNT NO. : 072100000032

REFERENCE : 528066 11175A

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 70.00

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2001 SEP 20 PM 12: 54

FILED

ORDER DATE : September 20, 2001

ORDER TIME : 10:05 AM

ORDER NO. : 528066-005

CUSTOMER NO: 11175A

300004602703--0

CUSTOMER: Ms. Cyleste A. Wollett  
Wollett & Associates, Pa

Suite 402  
4440 Pga Boulevard  
Palm Beach Gard, FL 33410

DOMESTIC FILING

NAME: RPM RESTAURANT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

01 SEP 20 AM 11: 35

RECEIVED

9/20/01

**ARTICLES OF INCORPORATION  
OF  
RPM RESTAURANT, INC.**

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

**ARTICLE ONE**

The name of this corporation is RPM RESTAURANT, INC.

**ARTICLE TWO**

The corporation is to have perpetual existence.

**ARTICLE THREE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR**

The aggregate number of shares which the corporation shall have the authority to issue is 500 shares of common stock, having a par value of \$0.50 per share.

**ARTICLE FIVE**

The mailing address of the principal corporate office of the corporation is 21800 S. W. 154<sup>th</sup> Avenue, Miami, Florida 33170

The name and street address of the initial Registered Agent for this corporation to accept service of process within the State of Florida is PETE MAY 21800 S. W. 154<sup>th</sup> Avenue, Miami, Florida 33170

**ARTICLE SIX**

The name and address of the incorporator of this corporation is ROBIN MAY, C/O 21800 S.W. 154<sup>th</sup> Avenue, Miami, Florida 33170.

Said incorporator is over the age of eighteen (18) years; is sui juris, and is a citizen of the United States.

**ARTICLE SEVEN**

TWO (2) director(s) shall constitute the initial Board of Directors of the corporation, but the By-laws may provide for such increase or decrease in number thereof as is authorized by law.

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TALLAHASSEE FLORIDA

**ARTICLE EIGHT**

Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

**ARTICLE NINE**

The effective date of this corporation shall be the filing date of these Articles of Incorporation in accordance with Florida Statutes §607.0203.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 19TH day of SEPTEMBER, 2001.

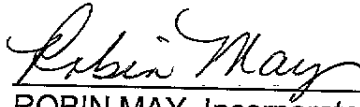
By: Robin May  
ROBIN MAY, Incorporator

**STATE OF FLORIDA**  
**DEPARTMENT OF STATE**

Certificate Designating Place of Business or Domicile for the Service of Process  
Within This State and Naming Agent Upon Whom Process May be Served.


The following is submitted, in compliance with, Florida Statutes:

RPM RESTAURANT, INC. is a corporation organized under the laws of the State of Florida, with its principal office at 21800 S.W. 154<sup>th</sup> Avenue, Miami, Florida 33170; Dade County, State of Florida, has named PETE MAY as agent to accept service of process within this State.

  
ROBIN MAY, Incorporator

**ACCEPTANCE:**

I agree as Registered Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in office as required by law.

  
PETE MAY, Registered Agent

**FILED**  
2001 SEP 20 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA