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ROBERT M. BULFIN

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October 26, 2001

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-10/30/01--01068--007
*****87.50 *****87.50

Re: Incorporation of The Dockside
Galley Grille, Inc.

FILED
OCT 30 PM 1:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Dear Sir or Madame:

Enclosed please find my check in the amount of \$87.50 for payment of the filing fees and certified copy charges for the above newly proposed corporation.

Also please find an original and a copy of the Articles of Incorporation and Acceptance of Registered Agent. Please file the above captioned corporation, issue your Certificate of Incorporation, and return the Certificate of Incorporation and a conformed copy of the Articles of Incorporation to me in the self-addressed, stamped envelope enclosed for your convenience.

Thank you for your consideration in this matter.

Very truly yours,

Robert M. Bulfin
Robert M. Bulfin

RMB:af
Enclosures

gy 10/31

ARTICLES OF INCORPORATION
OF
THE DOCKSIDE GALLEY GRILLE, INC.

FILED
01 OCT 30 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, does adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is THE DOCKSIDE GALLEY GRILLE, INC.

ARTICLE TWO

The period of the corporation's duration shall be perpetual.

ARTICLE THREE

The purpose of the corporation is to engage in the restaurant business and any other lawful purpose.

ARTICLE FOUR

The corporation shall have the authority to issue one thousand (1,000) shares of stock, all of one class, and having a par value of One Dollar (\$1.00) each.

ARTICLE FIVE

The address of the initial principal office of the corporation is:

234 N. Ocean Blvd.
Deerfield Beach, FL 33441.

ARTICLE SIX

The name and address of the Registered Agent for the corporation is:

Lois Pallaria
234 N. Ocean Blvd.
Deerfield Beach, FL 33441.

ARTICLE SEVEN

The number of directors constituting its initial Board of Directors is two and their names and addresses are as follows:

Lois Pallaria
234 N. Ocean Blvd.
Deerfield Beach, FL 33441

Joseph Pallaria
234 N. Ocean Blvd.
Deerfield Beach, FL 33441.

ARTICLE EIGHT

The name and address of the incorporator is:

Lois Pallaria
234 N. Ocean Blvd.
Deerfield Beach, FL 33441.

IN WITNESS WHEREOF, the undersigned incorporator executes these articles of incorporation.

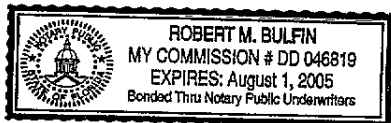

Lois Pallaria

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Lois Pallaria who produced personally known as identification and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth and she did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Fort Lauderdale, in said County and State this 26th day of October, 2001.

My commission expires:



Robert M. Bulfin
Notary Public
Print name: Robert M. Bulfin

ACCEPTANCE BY REGISTERED AGENT
AND DESIGNATION OF PLACE OF SERVICE

The following is submitted in compliance with Chapters 48.091 and 607, Florida Statutes:

The undersigned has been named in the Articles of Incorporation of THE DOCKSIDE GALLEY GRILLE, INC., as its registered agent. The undersigned hereby accepts such designation and agrees to comply with such statutes. The address of the registered office of the corporation where the registered agent may be served in accordance with the law is 234 N. Ocean Blvd., Deerfield Beach, FL 33441.

DATED at Fort Lauderdale, Florida this 26th day of October, 2001.


Lois Pallaria

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA