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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

l & m morgan, inc.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

The undersigned incorporators to these Articles of Incorporation, natural persons competent to contract, hereby subscribe and form a corporation for profit under the Laws of the State of Florida.

**ARTICLE I.  
CORPORATE NAME**

The name of the corporation is:

**L & M MORGAN, INC.**

**ARTICLE II.  
NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is any and all business permitted under the laws of the State of Florida, including, but not limited to: the operation of restaurants.

**ARTICLE III.  
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having no par value.

**ARTICLE IV.  
TERM OF EXISTENCE**

This corporation shall be in perpetual existence. The effective date of this Corporation shall be the date of its registration with the Secretary of State.

**ARTICLE V.  
REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the Initial Registered Office of this corporation in the State of Florida shall be:

Registered Agent:  
Address:

Maureen Morgan  
19831 NW 4<sup>th</sup> Street  
Pembroke Pines, FL 33029

Prepared by:  
Everett Algernon Smith, Esquire  
Florida Bar No.: 0163333  
4801 S. University Drive, Suite 305  
Davie, Florida 33328  
(954)434-3774

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Principal Office:  
Address:

19831 NW 4<sup>th</sup> Street  
Pembroke Pines, FL 33029

The Board of Directors may from time to time move the Registered Office to any other address in the State of Florida.

#### ARTICLE VI BOARD OF DIRECTORS

This Corporation shall have two(2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

#### ARTICLE VII INITIAL DIRECTORS

Name:

Address:

Maureen Morgan

19831 NW 4<sup>th</sup> Street  
Pembroke Pines, FL 33029

Lloyd Morgan

19831 NW 4<sup>th</sup> Street  
Pembroke Pines, FL 33029

#### ARTICLE VIII INCORPORATOR

The name and address of the person signing these Articles is:

Name:

Address

Maureen Morgan

19831 NW 4<sup>th</sup> Street  
Pembroke Pines, FL 33029

#### ARTICLE IX INDEMNIFICATION

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

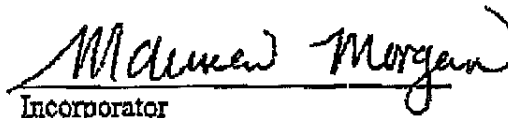
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**ARTICLE X.  
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has executed these Articles of Incorporation on this 2<sup>nd</sup> day of NOVEMBER 2001.

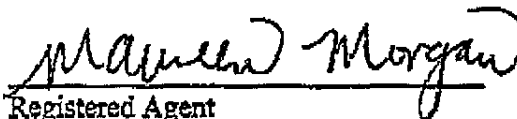
  
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:**

In pursuance of Florida Statutes, section 607 and section 48.091, the following is submitted in compliance with said sections.

L & M Morgan, Inc. desiring to organize under the laws of the State of Florida, designates as its agent to accept process within this State, Maureen Morgan, with its agent's office as indicated in the Certificate of Incorporation, at City of Pembroke Pines, County of Broward, located at 19831 NW 4<sup>th</sup> Street, Pembroke Pines, FL 33029.

**ACKNOWLEDGMENT:** Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relative to keeping said office open.

  
Registered Agent

Prepared by:  
Everett Algernon Smith, Esquire  
Florida Bar No.: 0163333  
4801 S. University Drive, Suite 305  
Davie, Florida 33328  
(954)434-3774

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