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H.R. HANS SIMONS, PA
16048-2 SAN CARLOS BLVD
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February 25, 2002

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

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-03/01/02--01051--012
*****78.75 *****78.75

Enclosed are the articles of incorporation for The Metropolitan Restaurant, Inc. together with a check in the amount of \$78.75 for the filing fees and a certificate.

If you need to contact me relative to this incorporation, then please call Hans Simons, CPA at (941) 466-7600

Thanking You,


Bradley A. Kilburn

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR - 1 PM 12:46

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102 A 13883

INCORPORATION
OF
THE METROPOLITAN RESTAURANT, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR - 1 PM 12:44

The undersigned, acting as incorporator of a corporation pursuant to chapter 607 of the Florida Statutes, adopts the following articles of incorporation:

ARTICLE 1

The name of this Corporation is:
THE METROPOLITAN RESTAURANT, INC.

ARTICLE 2

The address of this Corporation is:
4507 S.W. 6TH AVENUE, CAPE CORAL, FL. 33914

ARTICLE 3

The Corporation shall be authorized to transact in any business or activity permitted under the laws of the United States, the State of Florida, or any other State, Territory, or Nation.

ARTICLE 4

Officers and Directors are to be elected at the annual stockholders meeting by the stockholders; One share of stock = One vote; A simple plurality is required.

ARTICLE 5

The Corporate powers are as provided in Section 607 of the Florida Statutes, with no limitations.

ARTICLE 6

The initial registered agent of the corporation is:
BRADLEY A. KILBURN
4507 S.W. 6TH AVENUE, CAPE CORAL, FL. 33914

ARTICLE 7

The Corporation shall exist perpetually.

ARTICLE 8

The Corporate stock shall be limited to common stock only; Stock issued
will be 1000 shares; Par Value is \$1.00 per share.

ARTICLE 9

The name and address of the incorporator of these articles of
incorporation is:
BRADLEY A. KILBURN
4507 S.W. 6TH AVENUE, CAPE CORAL, FL. 33914

ARTICLE 10

Initial members of the Board of Directors of the Corporation are:

BRADLEY A. KILBURN, PRES/DIR
4507 S.W. 6TH AVENUE, CAPE CORAL, FL. 33914

KIM E. ORMISTON, V.P./DIR
1073 SKIFF PLACE, SANIBEL ISLAND, FL. 33957

The undersigned incorporator has executed these articles of
incorporation this 26th day of February, 2002

Incorporator:


BRADLEY A. KILBURN

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of sections 607.0501 or 617.0501 of
the Florida Statutes, the undersigned corporation, organized under
the laws of the State of Florida, submits the following statement
in designating the registered agent and office in the State of
Florida.

The name of the corporation is:
THE METROPOLITAN RESTAURANT, INC.

The name of the registered agent is:
BRADLEY A. KILBURN

The address of the registered office is:
4507 S.W. 6TH AVENUE, CAPE CORAL, FL. 33914

Having been named as registered agent and to accept service of
process for the above stated corporation at the place designated
in this certificate, I hereby accept the appointment as registered
agent and agree to act in this capacity. I further agree to comply
with the provisions of all the statutes relating to the proper and
complete performance of my duties, and I am familiar and accept
the obligations of my position as registered agent.

Signature:


BRADLEY A. KILBURN

Date: 2/26/02

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR - 1 PM 12:44