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KENNETH M. BEANE
ATTORNEY AT LAW
670 N. Orlando Avenue
Suite 1004A
Maitland, Florida 32751
407-629-1661
Fax: 407-539-2004

October 3, 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT-4 AM 7:51

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: La Fiesta Mexican Restaurant & Lounge, Inc.

Dear Sir/Madam:

Enclosed please find original and one copy of the Articles of Incorporation for above-referenced corporation, along with my check in the amount of \$78.75 which I understand includes a certified copy of the articles to be returned to me.

I have also enclosed a self-addressed stamped envelope for return of the certified copy.

Thank you.

Very truly yours,



Kenneth M. Beane

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*****78.75 *****78.75

KMB/cw
Enclosures

10-8-02
WC

LA FIESTA MEXICAN RESTAURANT & LOUNGE, INC.

ARTICLES
OF
INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 OCT 94 AM 7:57

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be LA FIESTA MEXICAN RESTAURANT & LOUNGE, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 140 So. Highway 17-92, Longwood, Florida 32750.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000.00) shares of common stock, of a par value of One Dollar (\$1.00) per share, and the consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Gabriel Callejas, 869 Ballard Street, #1, Altamonte Springs, Florida 32701-0000.

ARTICLE V. INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is:

Gabriel Callejas
869 Ballard Street, #1
Altamonte Springs, Florida 32701-0000

The undersigned has executed these Articles of Incorporation this 02 day of OCTOBER, 2002.



GABRIEL CALLEJAS

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is LA FIESTA MEXICAN RESTAURANT & LOUNGE, INC.

2. The name and address of the registered agent and office is 869 Ballard Street, #1, Altamonte Springs, Florida 32701-0000.



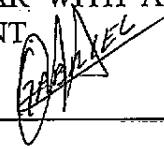
GABRIEL CALLEJAS

Date: 10 - 02 - 02

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

DATE: _____


10 - 02 - 02