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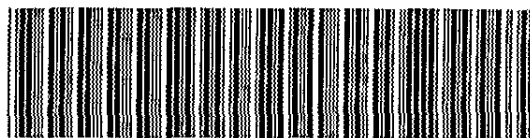
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-32419

**Law Offices Of
Roger V. Rigau**

ATTORNEYS AT LAW
3922 N. TAMPA STREET
TAMPA, FLORIDA 33603
TELEPHONE 223-2081
FAX 224-0093

ABEL H. RIGAU
(1922-1982)
ROGER V. RIGAU

GENERAL PRACTICE
PERSONAL INJURY & WRONGFUL
DEATH
CRIMINAL LAW
FAMILY LAW

November 7, 2002

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32301

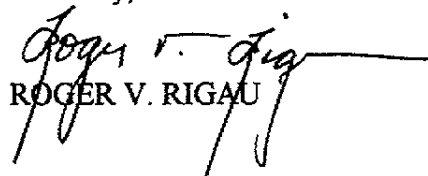
Re: Porterhouse, Inc.

Dear Gentlemen:

Please find enclosed the original and one copy of the proposed Articles of Incorporation in the above matter, together with Designation of Resident Agent. Also enclosed is my check in the amount of \$78.75 for filing same.

If there is anything further you require, please do not hesitate to contact me.

Sincerely,


ROGER V. RIGAU

RVR/be
Enclosures - As indicated



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 13, 2002

ROGER V RIGAU ESQ
3922 N TAMPA STREET
TAMPA, FL 33603

SUBJECT: PORTERHOUSE, INC.
Ref. Number: W02000032419

We have received your document for PORTERHOUSE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 602A00061592

ARTICLES OF INCORPORATION
OF
RIGAU PORTERHOUSE OF TAMPA, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is RIGAU PORTERHOUSE OF TAMPA, INC.

ARTICLE II

The corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III

The corporation may engage in any activities or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

The initial post office address of the principal office of this corporation in the State of Florida is 3922 N. Tampa Street, Tampa, FL 33603-4746. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE V

This corporation is authorized to issue five hundred (500) shares of One (\$1) Dollar par value common stock, which shall be designated as "Common Shares".

ARTICLE VI

The name and address of the registered agent is Roger V. Rigau, 3922 N. Tampa Street, Tampa, FL 33603-4746.

ARTICLE VII

This corporation is to exist perpetually.

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TALLAHASSEE, FLORIDA

ARTICLE VIII

A Board of Directors of no less than one (1) nor more than ten (10) directors shall govern the corporation. The number of Directors herein provided for may be increased or decreased within these limits at any regular or special meeting of the Directors.

ARTICLE IX

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are:

Roger V. Rigau
Kathy N. Rigau

226 Lakeside Drive, Lutz, FL 33549
226 Lakeside Drive, Lutz, FL 33549

ARTICLE X

The name and post office address of the President, Vice President, Secretary and Treasurer is:

Roger V. Rigau	226 Lakeside Drive, Lutz, FL 33549	President
Kathy N. Rigau	226 Lakeside Drive, Lutz, FL 33549	Vice-President
Kathy N. Rigau	226 Lakeside Drive, Lutz, FL 33549	Secretary/Treasurer

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors unless all Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

The name and address of the incorporator signing these Articles is Roger V. Rigau.

IN WITNESS WHEREOF we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 7th day of November, 2002.



ROGER V. RIGAU

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County above to take acknowledgements, personally appeared Roger V. Rigau, known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 18th day of November, 2002.


NOTARY PUBLIC, State of Florida
My Commission Expires:

DESIGNATION OF RESIDENT AGENT

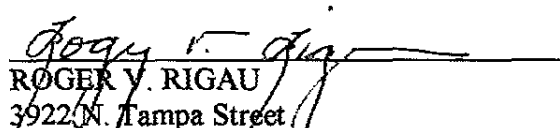


Bonnie Edwards
MY COMMISSION # CC852566 EXPIRES
July 6, 2003
BONDED THRU TROY FARM INSURANCE, INC.

The initial Resident Agent of this corporation will be Roger V. Rigau, and said Resident Agent's address for service of process will be 3922 N. Tampa Street, Tampa, FL 33603-4746.

I, Roger V. Rigau, do hereby accept appointment as Resident Agent for RIGAU PORTERHOUSE OF TAMPA, INC..


ROGER V. RIGAU
Resident Agent


ROGER V. RIGAU
3922 N. Tampa Street
Tampa, FL 33603
(813) 223-2081

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TALLAHASSEE, FLORIDA