

**Electronic Articles of Incorporation
For**

**P02000125905
FILED
November 27, 2002
Sec. Of State**

BLUE DOLPHIN DINER, INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BLUE DOLPHIN DINER, INC

Article II

The principal place of business address:

P O BOX 563
PANAMA CITY, FL. 32402

The mailing address of the corporation is:

P O BOX 563
PANAMA CITY, FL. 32402

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

WILLIAM C WEBB
439 GRACE AVE
PANAMA CITY, FL. 32401

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: WILLIAM C WEBB

Article VI

The name and address of the incorporator is:

WILLIAM C WEBB
P O BOX 563

PANAMA CITY, FL 32402

Incorporator Signature: WILLIAM C WEBB

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
WILLIAM B WEBB
P O BOX 563
PANAMA CITY, FL. 32402

Title: S
GREGORY GRANTHAM
P O BOX 563
PANAMA CITY, FL. 32402

Article VIII

The effective date for this corporation shall be:

11/27/2002