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Ames Triay, Jr
 Requestor's Name
 147 Alhambra Circle #400
 Address
 Coral Gable, FL 33134
 City State ZIP Phone
 (305) 442

CORPORATION(S) NAME

OASIS South Beach, INC.

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of Registered Agent
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
OASIS RESTAURANT SOUTH BEACH, INC.

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation :

I

The name of the corporation is : OASIS RESTAURANT SOUTH BEACH, INC.

II

The period of duration of the Corporation is perpetual.

III

The Corporation is created for the purpose of engaging in any and all things allowed and permitted to be done under the statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to wit :

Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied.

IV

Authorized Shares

NUMBER - The aggregate number of shares that the Corporation shall have the authority to issue is Seven Thousand Five Hundred (7,500) shares of Capital Stock with a par value of One (\$1.00) Dollar per share.

INITIAL ISSUE - One Hundred (100) shares of the Capital Stock of the Corporation shall be issued for cash at a par value of One (\$1) Dollar per share.

DIVIDENDS - The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Shareholders, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

VIII

The name and address of the initial incorporator is as follows :

JOE ATICK
2275 N.W. 84th Avenue
MIAMI , FL 33122

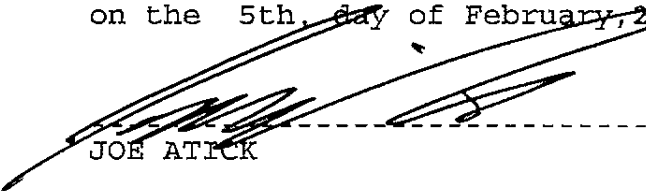
IX

The shareholders shall have the power to adopt, ammend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than a unanimous vote of the common stock.

X

The shareholders shall, at the first meeting called for that purpose, adopt By-laws not inconsistent with these Articles and which shall be for the government of the Corporation and subordinate to these Articles of Incorporation and the laws of the State of Florida and the United States.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed to these Articles of Incorporation, at Miami, Florida on the 5th. day of February, 2003.

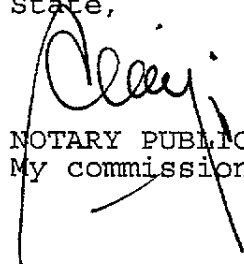


JOE ATICK

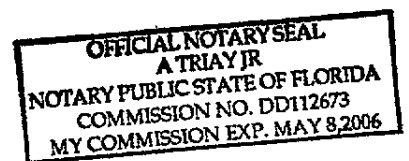
STATE OF FLORIDA:
COUNTY OF DADE :

Before me, the undersigned authority, appeared Joe Atick who is to me known to be the person described in and who subscribed to the above Articles of Incorporation and he did it freely and voluntarily acknowledge before me according to law, that he made subscribed the same for the purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Miami, in said County and State, this 5th. day of February, 2003.


NOTARY PUBLIC

My commission expires :



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

V

The initial street address in Florida of the initial principal office of the Corporation is :

2275 N.W. 84th Avenue
MIAMI , FL 33122

The initial place of business of the Corporation is :

2275 N.W. 84th Avenue
MIAMI , FL 33122

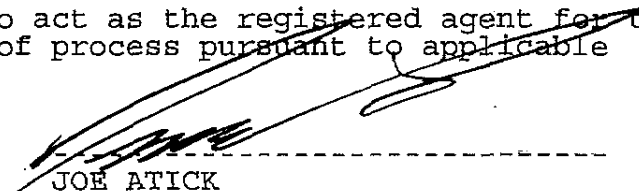
and the name of the initial Registered Agent is :

JOE ATICK

Whose registered office is located at :

2275 N.W. 84th Avenue
MIAMI , FL 33122

The undersigned agrees to act as the registered agent for the Corporation for service of process pursuant to applicable Florida Statutes.



JOE ATICK

VI

The Corporation shall have no directors. The business of the Corporation shall be managed by the stockholders of the Corporation in accordance with the Florida Statutes.

VII

INITIAL OFFICERS - The initial officers of the Corporation are :

PRESIDENT : JOE ATICK
SECRETARY : JOE ATICK