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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

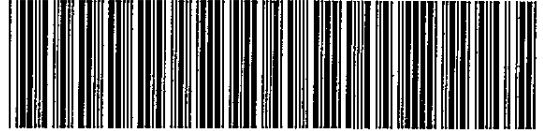
(Business Entity Name)

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FILED
03 MAY - 2 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STURGEN ACCOUNTING, INC.
2253 COUNTRY PLACE CIRCLE
PENSACOLA, FLORIDA 32534-9501
(850) 968-4194 FAX (850) 968-2988

April 30, 2003

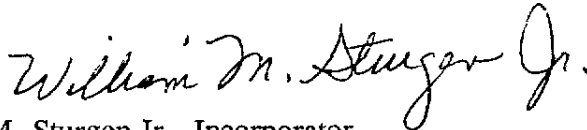
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Reference: Hot Rock Grill & Sushi, Inc.

Dear Sir,

Enclosed, please find an original and one copy of the articles of incorporation for the above corporation. Also, enclosed is a check in the amount of \$122.50, which is the filing fee.

Sincerely,



William M. Sturgen Jr., Incorporator

cc: Lewis M. Overdorp, Director

**ARTICLES OF INCORPORATION
OF
HOT ROCK GRILL & SUSHI, Inc.**

FILED
03 MAY -2 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Article I Name

The name of the corporation shall be:

Hot Rock Grill & Sushi, Inc.

The principle place of business of this corporation shall be:

53 East Chase Street
Pensacola, Florida 32501

Article II Nature of Business

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country or nation.

Article III Capital Stock

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares of common stock having a par value of One Dollar (\$1.00) per share.

Article IV Term of Existence

This corporation is to exist perpetually.

Article V Initial Registered Agent and Address

The name and address of the initial registered agent is:

William Mark Sturgen Jr.
2253 Country Place Circle
Pensacola, Florida 32534-9501

Article VI Directors

This corporation shall have two (2) Directors initially. The name and address of the initial members of the Board of Directors are:


Lisa S. Overdorp, 424 N. Barcelona Street, Pensacola, Florida 32501
Lewis M. Overdorp, 424 N. Barcelona Street, Pensacola, Florida 32501

Article VII Incorporator

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

William M. Sturgen Jr.
2253 Country Place Circle
Pensacola, Florida 32534-9501

The undersigned has executed these Articles of Incorporation this 30th day of April 2003.



William M. Sturgen Jr., Incorporator

CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: Hot Rock Grill & Sushi, Inc.
2. The name and address of the registered agent and office is:

William M. Sturgen Jr.
2253 Country Place Circle
Pensacola, Florida 32534

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 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.

SIGNED: William M Sturgen Jr.

DATE: April 30, 2003

03 MAY - 2 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED