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From:

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## FLORIDA PROFIT CORPORATION OR P.A.

fgm restaurant, inc.

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**ARTICLES OF INCORPORATION**

OF

**FGM RESTAURANT, INC.**

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I - CORPORATE NAME**

The name of the Corporation is FGM RESTAURANT, INC.

**ARTICLE II - CORPORATE DURATION**

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon the filing of these Articles of Incorporation by the Department of State.

**ARTICLE III - PURPOSE AND POWERS**

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

**ARTICLE IV. - CAPITALIZATION**

The aggregate number of shares the Corporation is authorized to issue is 1000. Such shares shall be of a single class and shall be with \$1.00 Dollar par value.

**ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE**

The street address of the initial registered office of the Corporation is 437 Washington Avenue, Miami Beach, FL 33139, and the name of its initial registered agent at such address is Gustavo Sanjurjo. The principal office and mailing address of the corporation is 437 Washington Avenue, Miami Beach, FL 33139.

This instrument prepared by:  
Gary Silberman, Esq.  
JONAS & SILBERMAN, P.A.  
300 71st Street, Suite #405  
Miami Beach, FL 33141  
Florida Bar No. 0885230  
Tel: (305) 866-7651

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## ARTICLE VI. - DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is one. The names and addresses of the persons who are to serve as a member of the initial Board of Directors are as follows:

Gustavo Sanjurjo  
437 Washington Avenue  
Miami Beach, FL 33139

Frank E. Lania, Jr.  
437 Washington Avenue  
Miami Beach, FL 33139

Maria Fernanda Kronfeld  
437 Washington Avenue  
Miami Beach, FL 33139

## ARTICLE VII. - INCORPORATORS

The name and address of the incorporator is:

Gustavo Sanjurjo  
437 Washington Avenue  
Miami Beach, FL 33139

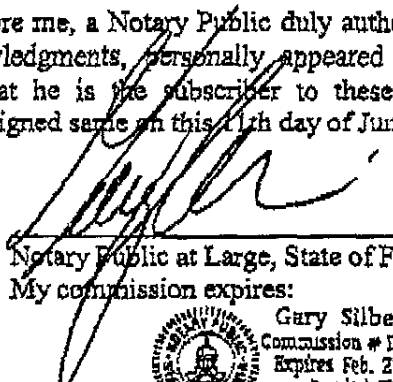
IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Miami Beach, Florida on the 11th day of June, 2003.

  
GUSTAVO SANJURJO

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared GUSTAVO SANJURJO and he acknowledged before me that he is the subscriber to these Articles of Incorporation and he has acknowledged that he has signed same on this 11th day of June, 2003, and who did take an oath.

  
Notary Public at Large, State of Florida  
My commission expires:



Gary Silberman  
Commission # DD184493  
Expires Feb. 21, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.

TOTAL P.04

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ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

COMES NOW, GUSTAVO SANJURJO, and hereby acknowledges his appointment as  
the registered agent of FGM RESTAURANT, INC.

  
\_\_\_\_\_  
GUSTAVO SANJURJO

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