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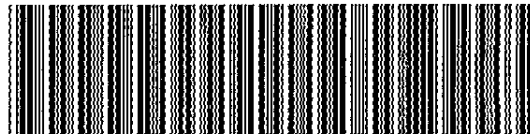
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 159555 9542A

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : \$ 70.00

ORDER DATE : July 7, 2003

ORDER TIME : 2:30 PM

ORDER NO. : 159555-005

CUSTOMER NO: 9542A

CUSTOMER: Michael Feinstein, Esq  
Michael L. Feinstein P.a.

Suite 700  
888 East Las Olas Boulevard  
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: G.R.M. RESTAURANT CONSULTANTS,  
INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: \_\_\_\_\_

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ARTICLES OF INCORPORATION OF  
G.R.M. RESTAURANT CONSULTANTS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

Article I. Name

The name of the corporation shall be:  
G.R.M. RESTAURANT CONSULTANTS, INC.

The address of the principal office of this corporation shall be 15414 Fiorenza Circle, Delray Beach, Florida 33446 and the mailing address of the corporation shall be the same.

Article II. Nature of the Business

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

Article III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

Article IV. Registered Agent

The street address of the initial registered office of the corporation shall be 888 East Las Olas Boulevard, Suite 710, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of the corporation at that address is Michael L. Feinstein, P.A.

Article V. Term of Existence

This corporation is to exist perpetually.

Article VI. Stockholders

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its stockholders, subject to any limitation set forth in these Articles of Incorporation.

Article VII. Officers

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Name:	Address:
George Mayo - President	1200 Holiday Drive, Unit 5 Fort Lauderdale, Florida 33316
Robert Mayo - Treasurer	6278 N.W. 23rd Street Boca Raton, Florida 33434

Article VIII. Preemptive

The corporation elects to have preemptive rights.

Article IX. Special Provisions

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an "S" corporation as defined therein.

Article X. Incorporator

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

Michael L. Feinstein, P.A.  
888 East Las Olas Boulevard  
Suite 710  
Fort Lauderdale, Florida 33301

IN WITNESS WHEREOF, the undersigned agent of Michael L. Feinstein, P.A. has hereunto set their hand and seal of Michael L. Feinstein, P.A. on 7/1/03.

MICHAEL L. FEINSTEIN, P.A.

By: 


Its agent -  
Michael L. Feinstein

PRES

Acceptance of Registered Agent Designated  
in the Articles of Incorporation

Michael L. Feinstein, P.A., a Florida corporation authorized to transact business in this state, having a business office identical with the registered office of the corporation named above and having been designated as the registered agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of registered agent under Section 607.0505 of the Florida Statutes.

MICHAEL L. FEINSTEIN, P.A.

By:  PRES  
Its agent -  
Michael L. Feinstein

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