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(Address)

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CHRISTOPHER B. WALDERA, P.A.

ATTORNEY AT LAW  
11300 OVERSEAS HIGHWAY  
MARATHON, FLORIDA 33050  
TELEPHONE (305) 289-2223  
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November 3, 2003

SENT VIA COURIER

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Gentlemen:

RE: Blue Heron Restaurant, Inc.

Enclosed are two copies of Articles of Incorporation for the above referenced corporation for filing with the Secretary of State. Please file the enclosed Articles as soon as possible.

Also enclosed is a check in the amount of \$70.00 made payable to the Secretary of State to cover the applicable filing fees. Please have one of the enclosed copies file stamped by the Secretary of State and return it to the undersigned in the enclosed envelope.

If you have any questions or require anything further with respect to this matter, please call me.

Very truly yours,



Christopher B. Waldera

CBW:CCW

Encs.

ARTICLES OF INCORPORATION  
OF  
BLUE HERON RESTAURANT, INC.

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

ARTICLE I:

Name

The name of the Corporation is BLUE HERON RESTAURANT, INC.

ARTICLE II:

Principal Office

The principal place of business and the principal office of the Corporation is:

57612 Overseas Highway  
Marathon, Florida 33050

The Corporation may, from time to time, move the principal office to any other address, and shall have the right and power to transact business and establish offices within and without the State of Florida as may be necessary or convenient.

ARTICLE III:

Duration

The duration of the Corporation shall be perpetual.

ARTICLE IV:

Purpose

The purpose or purposes for which the Corporation is organized is to engage in any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE V

Capital Stock

The aggregate number of shares which the Corporation shall be authorized to issue is 50,000 consisting of one class only, designated as "Common Stock," with a par value of \$.01 per share.

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ARTICLE VI  
Stock Transfer Restrictions

Such restrictions upon the transfer of shares of Common Stock as may be from time to time desired may be provided for in the By-Laws of the Corporation or by agreement among or between shareholders.

ARTICLE VII  
Registered Agent and Office

The address of the initial registered office of the Corporation is:

11300 Overseas Highway  
Marathon, Florida 33050

The name of its initial registered agent at such address is:

Christopher B. Waldera, P.A.

ARTICLE VIII  
Board of Directors

The Board of Directors of the Corporation shall consist of one (1) director. The number of directors constituting the Board of Directors may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one (1). The initial directors of the Corporation are:

Hilde Ireland  
57612 Overseas Highway  
Marathon, Florida 33050

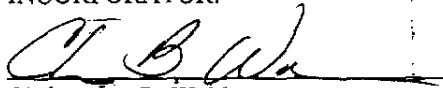
ARTICLE IX  
Incorporator

The name and address of the incorporator is:

Christopher B. Waldera, Esq.  
Christopher B. Waldera, P.A.  
11300 Overseas Highway  
Marathon, Florida 33050

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of the 3rd day of November, 2003.

INCORPORATOR:

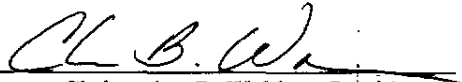
  
Christopher B. Waldera

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Having been designated as the Registered Agent in the foregoing Articles of Incorporation of BLUE HERON RESTAURANT, INC., a Florida corporation, and to accept service of process for the Corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in that 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 of BLUE HERON RESTAURANT, INC.

Dated as of the 3<sup>rd</sup> day of November, 2003.

Christopher B. Waldera, P.A.

By   
Christopher B. Waldera, President

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