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TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Old Garretts Grill Inc

Signature _____

Requested by: SW 1/9

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**ARTICLES OF INCORPORATION
OF
OLD GARRETT'S GRILL, INC.**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 JAN -9 PM 3:03

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of this corporation is: OLD GARRETT'S GRILL, INC.

ARTICLE II: NATURE OF BUSINESS

This corporation is organized for the purpose of transacting all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a nominal par value of Ten Dollars (\$10.00) per share.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than One Hundred Dollars (\$100.00).

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence, and its existence shall commence at the time of filing of the Articles with the Department of State.

ARTICLE VI: ADDRESS

The initial post office address of the principal office of this corporation is 3110 W. Michigan Avenue, Pensacola, FL 32526. The Board of Directors may from time to time move the principal office to any other address in Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 JAN -9 PM 3:06

ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3110 W. Michigan Avenue, Pensacola, FL 32526, and the name of the initial registered agent of this corporation at that address is LUIS GUSTAVO FERNANDEZ.

ARTICLE VIII: INITIAL DIRECTORS

The name and address of the initial director is:

LUIS GUSTAVO FERNANDEZ
3110 W. Michigan Avenue
Pensacola, Florida 32526

ARTICLE IX: SUBSCRIBERS

The name and post office address of the subscriber to these Articles of Incorporation is:

LUIS GUSTAVO FERNANDEZ
3110 W. Michigan Avenue
Pensacola, Florida 32526

ARTICLE X: DIRECTORS

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE XI: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a simple majority of the stockholders entitled to vote thereon.

ARTICLE XII: TRANSFER OF STOCK

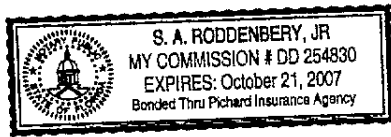
No stockholder, or the personal representative of any deceased stockholder, shall transfer stock in this company without first notifying the company of the name of the proposed transferee and obtaining the consent of the Board of Directors for said transfer under limitations and provisions of the corporate by-laws. Furthermore, the stockholders of this corporation may include in any agreement between themselves any limitations upon the transferability, pledge or assignment of the corporation stock, as well as to confer upon the stockholders preemptive rights of purchase as conditions precedent to the sale of stock.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7 day of January, 2004.


LUIS GUSTAVO FERNANDEZ

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 7 day of January, 2004, by LUIS GUSTAVO FERNANDEZ () who is personally known to me or (X) who has produced a Florida Driver License as identification.




S. A. RODDENBERRY, JR.
NOTARY PUBLIC, State of Florida
My Commission Number: DD254830
My Commission Expires: 10/21/2007

REGISTERED AGENT'S CERTIFICATE

In pursuance of Chapter 607.034, Florida Statutes, the following is submitted in compliance with said act:

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 JAN -9 PM 3:06

That OLD GARRETT'S GRILL, INC., desiring to organize under the laws of the State of Florida, with its registered office at 3110 W. Michigan Avenue, Pensacola, Florida 32526, has named LUIS GUSTAVO FERNANDEZ as its registered agent to accept service of process within this State.

DATE: January 7, 2004.


LUIS GUSTAVO FERNANDEZ

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the power and complete performance of my duties.

DATE: January 7, 2004.


LUIS GUSTAVO FERNANDEZ