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FLORIDA PROFIT CORPORATION OR P.A.

G.L. Restaurant Group, Inc.

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ED

ARTICLES OF INCORPORATION

04 JUL 13 AM 8:29

OF

MALCAHASSEE. FLORIDA

G.I. RESTAURANT GROUP, INC.

The undersigned, acting as the incorporator of G.I. RESTAURANT GROUP, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is: G.I. RESTAURANT GROUP, INC.

ARTICLE IL PRINCIPAL OFFICE AND MAILING ADDRESS

The principal business office of the corporation is 1708 East Seventh Avenue, Tampa, Florida 33605 and mailing address of the corporation is Post Office Box 76849, Tampa, Florida 33675.

ARTICLE III. INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws. The name and street address of the initial director is:

Name	Address
Richard Calderoni	1029 South Westshore Tampa, Florida 33611
Frank de la Grana	1710 Seventh Avenue Tampa, Florida 33605
Simon Canasi	3107 Lake Ellen Drive Tampa, Florida 33618

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ARTICLE IV. CAPITAL STOCK

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The number of shares of capital stock that the corporation is authorized to issue is 10,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 101East Kennedy Boulevard, Suite 3700, Tampa, Florida 33602 and the name of the corporation's initial registered agent at that address is R. James Robbins, Jr.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator are:

R. James Robbins, Jr. 101 East Kennedy Boulevard Suite 3700 Tampa, Florida 33602

The incorporator assigns to this corporation his rights under Section 607.0201, Florida. Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporator to acquire any of the capital stock of this corporation; this assignment shall become effective on the date corporate existence begins.

EXECUTED: July 13, 2004

R. James Robbins, J. as incorporator

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its 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.

R. James Robbins, Jr.