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Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : HODGSON RUSS LLP
Account Number : 072720000242
Phone : (361) 394-0500
Fax Number : (361) 394-3862

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Florida Specialty Restaurant Group, Inc.

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ARTICLES OF INCORPORATION
OF
FLORIDA SPECIALTY RESTAURANT GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

NAME

The name of this Corporation is FLORIDA SPECIALTY RESTAURANT GROUP, INC. (the "Corporation").

ARTICLE 2

PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation shall be 751 Laurel Street, Suite 200, San Carlos, California 94070.

ARTICLE 3

MAILING ADDRESS

The initial mailing address of this Corporation shall be 751 Laurel Street, Suite 200, San Carlos, California 94070.

ARTICLE 4

PURPOSES AND POWERS

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

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ARTICLE 5

SHARES

The aggregate number of shares which this Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, with having \$0.01 par value per share, which Common shares, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution.

ARTICLE 6

INITIAL REGISTERED OFFICE AND REGISTERED AGENT


The street address of the initial registered office of this Corporation is 1801 N. Military Trail, Suite 200, Boca Raton, Florida 33431, and the name of the initial registered agent of this Corporation at that office is HRAWG CORP.

ARTICLE 7

INCORPORATOR

The name and address of the Incorporator is Mitchell B. Kirschner, Esq. located at 1801 N. Military Trail, Suite 200, Boca Raton, Florida 33431.

The undersigned has executed these Articles of Incorporation this 16 day of August, 2004.



Mitchell B. Kirschner, Esq.,
Incorporator

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CERTIFICATE OF
DESIGNATION OF REGISTERED AGENT
FOR

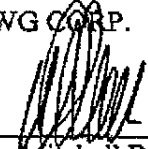
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA SPECIALTY RESTAURANT GROUP, INC.

Having been appointed as Registered Agent to accept service of process for the above-stated Corporation, at the place designated in the Corporation's Articles of Incorporation, the undersigned hereby accepts the appointment as Registered Agent and hereby agrees to act in this capacity. Further, the undersigned agrees to comply with the provisions of all statutes relative to the proper and complete performance of all duties and the undersigned is familiar with and accepts the obligations of such position.

HRAWG CORP.

By: 
Name: Mitchell B. Kirschner
Title: Vice President

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