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From:  
Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.  
Account Number : 075350000132  
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Fax Number : (305) 350-2446

FLORIDA PROFIT CORPORATION OR P.A.

CAFE - MONTANAS CUBAN BUFFET, INC.

Certificate of Status	1
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STATE  
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
CAFÉ - MONTANAS CUBAN BUFFET, INC.**

STATE OF FLORIDA  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME**

The name of this corporation is Café - Montanas Cuban Buffet, Inc.

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this corporation are:

7950 SW 21<sup>st</sup> Street  
Miami, Florida 33155.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, each share having a par value of \$0.01.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

7950 SW 21<sup>st</sup> Street  
Miami, Florida 33155;

and the name and address of the initial registered agent of this corporation are:

Dennis Velasquez  
7950 SW 21<sup>st</sup> Street  
Miami, Florida 33155.

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**ARTICLE VI - COMMENCEMENT**

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as incorporator is:

**Name****Address**

Jason L. Bullington

7950 SW 21<sup>st</sup> Street  
Miami, Florida 33155.**ARTICLE VIII - BY-LAWS**

In furtherance and not in limitation of the powers conferred by the laws of Florida, each of the Board of Directors and the shareholders are both expressly authorized and empowered to make, alter, amend and repeal the Bylaws of the Corporation in any respect not inconsistent with the laws of the State of Florida or with these Articles of Incorporation. The shareholders of the Corporation may amend or adopt a bylaw that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

**ARTICLE IX - INDEMNIFICATION**

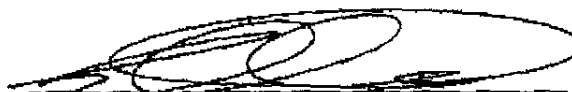
This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

**ARTICLE X - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator, as of the 18<sup>th</sup> day of October, 2004.

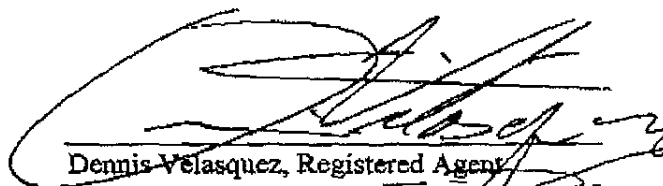


Jason L. Bullington, Incorporator

#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, who has been designated in the foregoing Articles of Incorporation as registered agent for the corporation therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said corporation, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida corporation.

Dated: October 18, 2004.



Dennis Velasquez, Registered Agent

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