

12/09/2004 10:31 AM 81322901 HOLLAND & KNIGHT PAGE 01/01  
Division of Corporations  
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Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**Let's Eat Westchase, Inc.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
LET'S EAT WESTCHASE, INC.**

The undersigned, acting as incorporator of Let's Eat Westchase, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is:

Let's Eat Westchase, Inc.

**ARTICLE II. ADDRESS**

The mailing address of the corporation is:

1402 South DeSoto Avenue  
Tampa, Florida 33606

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence at 12:01 A.M., the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the current registered office of the corporation is 1402 South DeSoto Avenue, Tampa, Florida 33606 and the name of the corporation's current registered agent at that address is Marni Morgan Poe.

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ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Marni Morgan Poe	1402 South DeSoto Avenue Tampa, Florida 33606
Melissa H. Slack	2508 South Ysabella Avenue Tampa, Florida 33629

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Marni Morgan Poe	1402 South DeSoto Avenue Tampa, Florida 33606

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

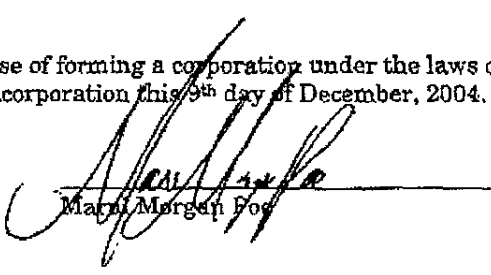
ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 9<sup>th</sup> day of December, 2004.

  
Marni Morgan Poe

H04000243761 3

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

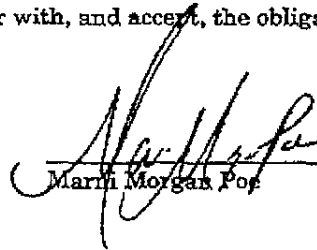
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Let's Eat Westchase, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1402 South DeSoto Avenue, Tampa, Florida 33606 has named Marni Morgan Poe as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Dated this 9<sup>th</sup> day of December, 2004.

  
Marni Morgan Poe

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