

**Electronic Articles of Incorporation
For**

P05000041184
FILED
March 17, 2005
Sec. Of State
thampton

BAJA GRILL MEXICAN CUISINE INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BAJA GRILL MEXICAN CUISINE INC.

Article II

The principal place of business address:

376 W GRANADA BLVD
SUITE B
ORMOND BEACH, FL. 32174

The mailing address of the corporation is:

376 W GRANADA BLVD
SUITE B
ORMOND BEACH, FL. 32174

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

FIDEL M PORTILLO
376 W GRANADA BLVD
SUITE B
ORMOND BEACH, FL. 32174

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: FIDEL M PORTILLO

Article VI

The name and address of the incorporator is:

FIDEL M PORTILLO
376 W GRANADA BLVD
ORMOND BEACH, FL 32174

Incorporator Signature: FIDEL M PORTILLO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
FIDEL M PORTILLO
376 W GRANADA BVLD, SUITE #B
ORMOND BEACH, FL. 32174

Title: VP
ANA V PORTILLO
376 W. GRANADA BLVD., SUITE#B
ORMOND BEACH, FL. 32174

Article VIII

The effective date for this corporation shall be:

03/15/2005