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FILED  
05 APR -5 PM 3:28  
CLERK OF DISTRICT COURT  
MILWAUKEE, WISCONSIN

PAUL HOUSEWRIGHT  
901 WRIGHT DRIVE  
LAKE WORTH, FL 33461  
(561) 239-1683

March 31, 2005

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Chanticleer Transport, Inc.

Dear Sir/Madam:

Enclosed please find original and one copy of Articles of Incorporation for Chanticleer Transport, Inc. to be filed with the Florida Department of State and a self-addressed envelope for a certified copy of the articles to be returned. Also enclosed is a check in the amount of \$87.50 to cover filing fees.

Should you have any questions or require any additional information, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read "Paul yJ", is written over the typed name.

Paul Housewright

Enclosures

ARTICLES OF INCORPORATION  
OF  
CHANTICLEER TRANSPORT, INC.

FILED  
05 APR -5 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

ARTICLE I

The name of this corporation is CHANTICLEER TRANSPORT, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activities or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The aggregate number of shares which the corporation shall have the authority to issue shall be ten thousand (10,000) \$1.00 par value common shares.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The street address of the corporation shall be 901 Wright Drive, Lake Worth, FL 33461. The name of the corporation's initial registered agent is PAUL HOUSEWRIGHT.

#### ARTICLE V

The number of directors constituting the initial Board of Directors of this corporation is one (1). The name and street address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Paul Housewright	901 Wright Drive Lake Worth, FL 33461

The initial director may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

#### ARTICLE VI

The name and address of the incorporator is PAUL HOUSEWRIGHT, 901 Wright Drive, Lake Worth, FL 33461.

#### ARTICLE VII

It is the intention of the corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.014, Florida Statutes.

#### ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

#### ARTICLE IX

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the By-Laws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of directors of this Corporation, unless otherwise provided in the By-Laws.


ARTICLE X

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XI

The corporation, its shareholders, or any combination of the corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreement is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

Dated this 31 day of MARCH, 2005.


  
\_\_\_\_\_  
PAUL HOUSEWRIGHT,  
Incorporator.

STATE OF FLORIDA            )  
  ) SS.  
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of March, 2005, by PAUL HOUSEWRIGHT, who is personally known to me or who has produced for me as identification a valid Florida Driver's License and who did not take an oath.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
at Large

My commission expires:

 **Anne Miles**  
Commission #DD217510  
Expires: Jul 06, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.

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

In compliance with Section 48.091 and Section 620.192, Florida Statutes, the following is submitted:

That CHANTICLEER TRANSPORT, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 901 Wright Drive, Lake Worth, FL 33461, has named PAUL HOUSEWRIGHT located at 901 Wright Drive, Lake Worth, FL 33461, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
\_\_\_\_\_  
PAUL HOUSEWRIGHT

**FILED**  
05 APR -5 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA