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Requestor's Name

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CORPORATION(S) NAME

The Mahogany Grille, Incorporated



Empire Toll Free: 1-800-432-3028

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<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
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<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
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ARTICLES OF INCORPORATION

OF

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is **The Mahogany Grille, Incorporated**, and its initial principal place of business shall be located at 555 NE 34th Street, Ste. 307, Miami, FL 33137.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one-thousand (1000) shares of common stock at one-dollar (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 555 NE 34th Street, Ste. 307, Miami, Florida 33137, and the name of the initial registered agent of this corporation at that address is Vincent T. Brown.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have five (5) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

Name	Address
Vincent T. Brown	555 NE 34 th Street, Ste. 307 Miami, FL 33137

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

Name	Address
Vincent T. Brown President/Treasurer Secretary	555 NE 34 th Street, Ste. 307 Miami, FL 33137

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name & Address
Vincent T. Brown
555 NE 34th Street, Ste. 307
Miami, FL 33137

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to

the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: MAY 9th, 2005

By




Vincent T. Brown
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

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

First, that **The Mahogany Grille, Incorporated**, desiring to organize or qualify under the laws of the State of Florida, has named Vincent T. Brown, located at 555 NE 34th Street, Ste. 307, Miami, FL 33137, as its agent to accept service of process within Florida.

Dated: May 9th, 2005

By 
Vincent T. Brown
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and 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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: May 9th, 2005

By 
Vincent T. Brown
Registered Agent

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