

**Electronic Articles of Incorporation  
For**

P05000077490  
FILED  
May 26, 2005  
Sec. Of State  
cblalock

SHELLS & FISH RESTAURANTS, 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:

SHELLS & FISH RESTAURANTS, INC.

**Article II**

The principal place of business address:

2686 NW 97 AVENUE  
MIAMI, FL. 33172

The mailing address of the corporation is:

2686 NW 97 AVENUE  
MIAMI, FL. 33172

**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:

MURAI WALD BIONDO MORENO & BROCHIN, P.A.  
TWO ALHAMBRA PLAZA  
PENTHOUSE 1B  
CORAL GABLES, FL. 33134

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

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Registered Agent Signature: RENE V. MURAI

### **Article VI**

The name and address of the incorporator is:

MURAI WALD BIONDO MORENO & BROCHIN, P.A.  
TWO ALHAMBRA PLAZA  
PENTHOUSE 1B  
CORAL GABLES, FL. 33134

Incorporator Signature: RENE V. MURAI

### **Article VII**

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

Title: P, D  
ROBERT CRAIG  
2686 NW 97 AVENUE  
MIAMI, FL. 33172

### **Article VIII**

The effective date for this corporation shall be:

05/27/2005