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(Requestor's Name)		
1266 South TARPON SPR	G. JOSEPH H PINELLAS A INGS. FLORID	VENUE
(Cit	y/State/Zip/Phone	• #)
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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

September 29, 2005

JUSTIN G JOSEPH P.A. 1266 S PINELLAS AVENUE TARPON SPRINGS, FL 34689

SUBJECT: C & D RESTAURANT CONSULTING GROUP

Ref. Number: W05000045059

We have received your document for C & D RESTAURANT CONSULTING GROUP and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please check the corporation name that you are wanting to use. Your letter is stating one name and your Articles is stating a different one.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap Regulatory Specialist New Filings Section

Letter Number: 505A00059446

ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEC FI OBIDA 05 OCT 17 AM 9: 03

OF

C & D RESTAURANT CONSULTING GROUP, INC.

The undersigned DEBBIE FRAGALE, does hereby make, subscribe, acknowledge and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be C & D RESTAURANT CONSULTING GROUP, INC..

ARTICLE II

NATURE OF BUSINESS

The corporation is organized for the purpose of management of restaurants and all related services as well as any and all other legal purposes, with its principal place of business at 1671 Sand Hollow Lane, Palm Harbor, FL 34683, and mailing address shall be the same.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Thousand (1000) shares of common stock with par value of One Dollar (\$1.00).

The initial shareholder and amount of shares owned is as follows:

One Hundred Percent (100%) of common stock to CHRIS FRAGALE and DEBBIE FRAGALE.

The 100% of the shares held by the initial stockholder as listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining stockholders or to this corporation.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 1266 S. Pinellas Avenue, Tarpon Springs, FL 34689, and the name of the initial registered agent of this corporation at that address is JUSTIN G. JOSEPH.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation.

ARTICLE VII

OFFICERS OF THE CORPORATION

The Officers and Directors of the corporation shall be CHRIS FRAGALE and DEBBIE FRAGALE.

ARTICLE VIII

INCORPORATORS

The name and address of the initial incorporator to these Articles of Incorporation are:

1671 Sand Hollow Lane Palm Harbor, FL 34683

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 26 day of _____, 2005, DEBBIE FRAGALE, who is personally known to me or who has produced () a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; () a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; () a U.S. Military I.D.; () a Canadian or Mexican Driver's License issued by an official agency; () for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did) (did not) take an oath.

Name: Notary Public State of Florida Commission No.:

FILED SECRETARY OF STATE TALLAMASSES, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESSOCK! 7 AH 9:03 DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED_

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

C & D RESTAURANT CONSULTING GROUP, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Palm Harbor, State of Florida, has named JUSTIN G. JOSEPH, located at 1266 South Pinellas Avenue, Tarpon Springs, FL 34689, as its agent to accept service of process within Florida.

SIGNATURE:

TITLE:

INCORPORATOR

- שתעת

TE: 9/26/05

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

JUSTAN G. JOS

Date