

P05000168461



Maritza S. Lopez
19005 Reynolds Pkwy
Orlando, FL 32833

THE HUMANE SOCIETY OF THE UNITED STATES

(Address)

(City/State/Zip/Phone #)

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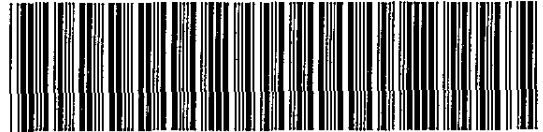
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HALL COUNTY FLORIDA

12/30

ARTICLES OF INCORPORATION
MATT BBQ, CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be: MATT BBQ, CORP.

ARTICLE II - EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE III

The general purpose of the business to be transacted by this Corporation is:

- A. Transact any and all lawful business activities including the operation of restaurants and all other related services. To purchase and sell products and merchandise as retail or wholesale.
- B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the accomplishment of the corporation purposes.
- C. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives or the furthermore of any of the purposes enumerated in these Articles of Incorporation or any amendment hereof necessary and incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful manner, pursuit necessary or incidental to the accomplishment of the purposes or objects of this corporation.
- D. D./ The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE IV – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

19005 Reynolds Parkway
Orlando, FL 32833

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TALLAHASSEE, FLORIDA

ARTIVCLE V – CAPITAL STOCK

This corporation is authorized to have 10,000 shares of \$10.00 par value common stock, which shall be designated common shares.

ARTICLE VI – INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Felix R. López
19005 Reynolds Parkway
Orlando, FL 32833

The registered agent of the corporation may be changed at anytime without an amendment of these Articles.

ARTICLE VII – INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

Felix R. López
19005 Reynolds Parkway
Orlando, FL 32833

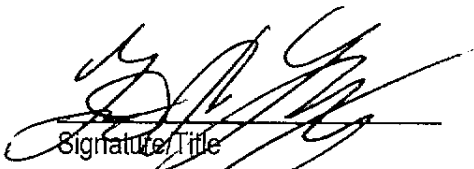
Maritza S. López
19005 Reynolds Parkway
Orlando, FL 32833

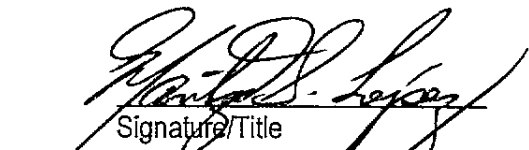
ARTICLE VIII – DIRECTORS

A Board of one or more Directors shall manage the business and affairs of the corporation. The Board of Directors establishes the number and composition of which Board shall from time to time.

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by stockholders, and approved at stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all the stockholders sign a written statement manifesting their intention that the Articles of Incorporation be amended.

IN WITNESS WEREOF the undersigned have hereunto set their hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 27th day of December 2005.

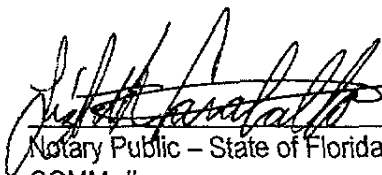

Signature/Title
President


Signature/Title
Secretary/Treasary

STATE OF FLORIDA
COUNTY OF

BEFORE ME, the undersigned authority, this day personally appeared Mr. Felix R. López and
acknowledged that he executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 27th day of December 2005.

 12-27-05
Notary Public – State of Florida
COMM. #

My commission expires:



Lizbeth Carabello
My Commission DD202729
Expires April 13, 2007

CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following state statement in designating the registered office/registered agent, in the state of Florida.

1 – The name of the corporation is: MATT BBQ, CORP.

2 – The name and address of the registered agent and office is:

Felix R. López
19005 Reynolds Parkway
Orlando, FL 32833

SIGNATURE

(CORPORATE OFFICER)

TITLE

DATE

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 ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND 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.

SIGNATURE

(RESIDENT AGENT)

DATE

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TALLAHASSEE, FLORIDA