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(Business Entity Name)

(Document Number)

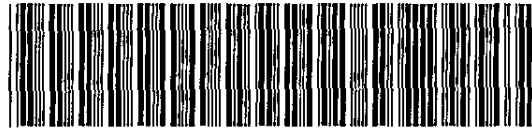
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06 MAR -6 PM 2:53

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March 6, 2006

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Guadalajara Mexican Grill, Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GUADALAJARA MEXICAN GRILL, INC.**

FILED
06 MAR -6 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED Subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida; and further agree to the following conditions of said Corporation.

ARTICLE I: NAME

The name of the Corporation is: GUADALAJARA MEXICAN GRILL, INC.

ARTICLE II: NATURE OF BUSINESS

The general nature of the Business to be transacted by this Corporation is to do all things which natural persons and lawful entities might or could lawfully do in the premises and to transact any lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE III: CAPITAL STOCK

The authorized capital stock of this Corporation is one thousand shares of common stock, each share having a par value of one dollar.

ARTICLE IV: INITIAL CAPITAL

The initial capital of said Corporation is one thousand dollars (\$1,000.00).

ARTICLE V: TERM OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE VI: ADDRESS

The initial post office address of this Corporation in the State of Florida is: 8730 Thomas Drive, Suite 1108, Panama City Beach, Florida 32408.

ARTICLE VII: DIRECTORS

This Corporation shall have two Directors initially. The number of Directors may be

increased or decreased from time to time as the Stockholders desire, in accordance with Bylaws hereof, but at no time shall there be a number less than one.

ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the first Board of Directors and officers of this Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>OFFICE</u>
Ismael Barragan	208 West 23 rd Street Panama City, FL 32405	Director/ Chairman	President
Silvino G. Barragan	4324 West 20 th Street, D-124 Panama City, FL 32405	Director	Secretary- Treasurer

ARTICLE IX: SUBSCRIBERS

The names and post office addresses of each Subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration paid therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>AMOUNT PAID</u>
Ismael Barragan	208 West 23 rd Street Panama City, FL 32405	600	\$600.00
Silvino G. Barragan	4324 West 20 th Street, D-124 Panama City, FL 32405	400	\$400.00


ARTICLE X: REGISTERED AGENT

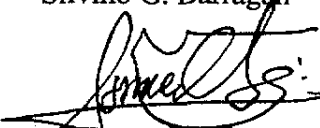
The Registered Agent is: Diane C. Hare, CPA, 2589 Jenks Avenue, Panama City, FL 32405.

ARTICLE XI: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Stockholders, proposed by them to the Directors, and approved by a majority of the Stockholders.

IN WITNESS WHEREOF, the undersigned have hereunto set our hands and seals this
27 day of FEBRUARY, 2006.



Silvino G. Barragan


Ismael Barragan

STATE OF FLORIDA
COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared Silvino G. Barragan, who is personally known to me or who has produced the identification specified below, who acknowledged to and before me that he is the person who executed the foregoing Articles of Incorporation for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State aforesaid this 27th day of FEBRUARY, 2006.

☒ To me personally known
Identified by _____
Issued by _____

NOTARY PUBLIC:

Printed Name: Sharon L. Morley
My Commission Expires: April 26, 2008
Commission Number: DD 295356



**STATE OF FLORIDA
COUNTY OF BAY**

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared Ismael Barragan, who is personally known to me or who has produced the identification specified below, who acknowledged to and before me that he is the person who executed the foregoing Articles of Incorporation for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State aforesaid this 27th day of FEBRUARY, 2006.

☒ To me personally known
Identified by _____
Issued by _____

NOTARY PUBLIC:

Printed Name: Sharon L. Morley
My Commission Expires: APRIL 26, 2008
Commission Number: DD 295 356



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

GUADALAJARA MEXICAN GRILL, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at Panama City Beach, County of Bay, State of Florida, has named Diane C. Hare, ^{CPA} 2589 Jenks Avenue, Panama City, County of Bay, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY:

Diane C. Hare
Diane C. Hare
Registered Agent