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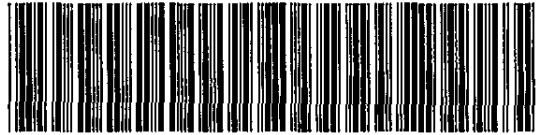
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J. Shivers APR 13 2009



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 981313 7283117

AUTHORIZATION

COST LIMIT : \$ 78.75

ORDER DATE : April 12, 2006

ORDER TIME : 12:53 PM

ORDER NO. : 981313-005

CUSTOMER NO: 7283117

DOMESTIC FILING

NAME: SOUTH PHILLY GRILL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: _____

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**ARTICLES OF INCORPORATION
OF
SOUTH PHILLY GRILL, INC.**

**ARTICLE I
CORPORATE NAME**

The name of the corporation shall be SOUTH PHILLY GRILL, INC. The principal business address shall be 115 West Dearborn Street, Englewood, Florida 34223.

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 115 West Dearborn Street, Englewood, Florida 34223, and the name if its initial registered agent at such address is RALPH MERCIER.

**ARTICLE III
CAPITAL STOCK**

The number of shares which the corporation is authorized to issue is one thousand. Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share.

**ARTICLE IV
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

Ralph Mercier	115 West Dearborn Street Englewood, FL 34223
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Nina Carducci	115 West Dearborn Street Englewood, FL 34223
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**ARTICLE V
INCORPORATORS**

The name and street address of the incorporators to these articles of incorporation is:

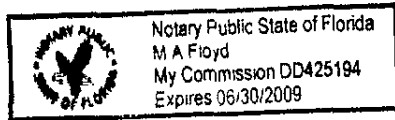
Ralph Mercier	115 West Dearborn Street Englewood, FL 34223
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Nina Carducci	115 West Dearborn Street
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TALLAHASSEE, FLORIDA

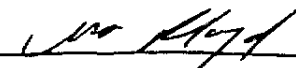
Englewood, FL 34223

Executed by the undersigned at Englewood, Florida on 3/31/06, 2006.



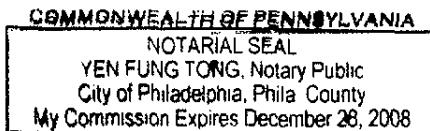
STATE OF FLORIDA
COUNTY OF SARASOTA


RALPH MERCIER

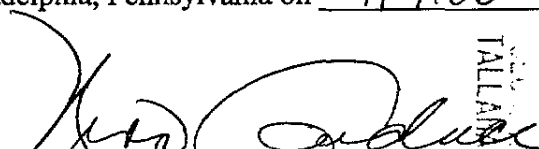

NOTARY PUBLIC - STATE OF FLORIDA

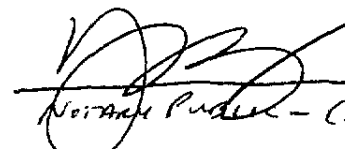
BEFORE ME personally appeared RALPH MERCIER, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation instrument and acknowledged before me that he executed the same for the purpose therein expressed.

Executed by the undersigned at Philadelphia, Pennsylvania on 4/4/06, 2006.



COMMONWEALTH OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

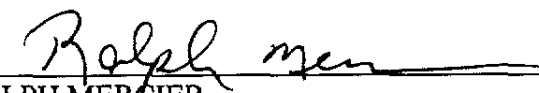

NINA CARDUCCI


NOTARY PUBLIC - COMMONWEALTH OF PENNSYLVANIA

BEFORE ME personally appeared NINA CARDUCCI, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation instrument and acknowledged before me that she executed the same for the purpose therein expressed.

ACCEPTANCE OF REGISTERED AGENT OF
SOUTH PHILLY GRILL, INC.

Having been named to accepts service of process for the above state corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.


RALPH MERCIER