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(City/State/Zip/Phone #)

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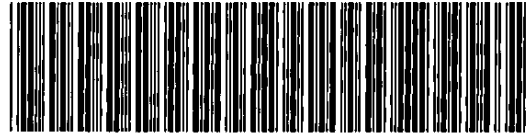
(Business Entity Name)

(Document Number)

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FILED

2006 MAY 31 PM 2:06

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

06 MAY 31 PM 12:49

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Rec'd JUN 1 2006



CORPORATION SERVICE COMPANY'

ACCOUNT NO. : 072100000032

REFERENCE : 144113 148904A

AUTHORIZATION :

COST LIMIT : \$ PPD

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ORDER DATE : May 31, 2006

ORDER TIME : 12:04 PM

ORDER NO. : 144113-005

CUSTOMER NO: 148904A  
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DOMESTIC FILING

NAME: RIO RODIZIO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 2933

EXAMINER'S INITIALS: \_\_\_\_\_

**Articles of Incorporation**

**of**

**Rio Rodizio, Inc.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**Article I. Name**

The Name of the corporation shall be:

Rio Rodizio, Inc.

The principal place of business of this corporation shall be:

2100 South State Road 7  
Miramar, FL 33023

**Article II. Nature of Business**

This corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any state, country, territory or nation.

**Article III. Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of stock having no par value per share.

**Article IV. Address**

The street address of the initial registered office of the corporation shall be:

2100 South State Road 7  
Miramar, FL 33023

and the name of the initial registered agent of the corporation at the above address is

**Marily Hyler**

**Article V. Term of Existence**

This corporation is to exist perpetually.

**Article VI. Directors**

This corporation shall initially have no directors. The affairs of the Corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws.

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2006 MAY 31 PM 2:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

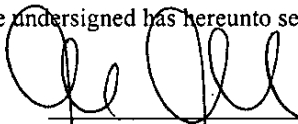
**Article VII. Incorporator**

The name and address of the incorporator of these Articles of Incorporation is:

Marily Hyler  
2100 South State Road 7  
Miramar, FL 33023

The subscriber states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

IN WITNESS THEREOF, the undersigned has hereunto set his hand and seal on  
the 30 day of May, 2006.

 (SEAL)

STATE OF FLORIDA

COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me this \_\_\_\_ day of  
\_\_\_\_\_, 2006.

\_\_\_\_\_  
(SEAL)