

**Electronic Articles of Incorporation
For**

P06000080562
FILED
June 13, 2006
Sec. Of State
bmcknight

C & D RESTAURANT GROUP INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

C & D RESTAURANT GROUP INC.

Article II

The principal place of business address:

8337 GANDY WAY
ORLANDO, FL. 328120

The mailing address of the corporation is:

8337 GANDY WAY
ORLANDO, FL. 328120

Article III

The purpose for which this corporation is organized is:

RESTAURANT BUSINESS,FOOD RETAIL BUSINESS,WHOLESALE PRODUCTS
AND FOODS OF RESTAURANT.SALES FRANCHISE OF RESTAURANT
BUSINESS .ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000 SHARES AT \$100.00 PER SHARE

Article V

The name and Florida street address of the registered agent is:

CHET BAUER
8337 GANDY WAY
ORLANDO, FL. 32810

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: CHET BAUER

Article VI

The name and address of the incorporator is:

DAVID EUGENE MORELAND JR.
2221 PENINSULAR CT

LONGWOOD, FL. 32779

Incorporator Signature: DAVID EUGENE MORELAND JR.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
CHET BAUER
8337 GANDY WAY
ORLANDO, FL. 32810

Title: S/T
DAVID E MORELAND JR.
2221 PENINSULAR CT.
LONGWOOD, FL. 32779

Article VIII

The effective date for this corporation shall be:

06/11/2006