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**FLORIDA PROFIT/NON PROFIT CORPORATION**

Shanes - Southern Palm Crossing, Inc.

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ARTICLES OF INCORPORATION  
OF  
SHANES - SOUTHERN PALM CROSSING, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation:

ARTICLE I  
NAME

The name of the corporation shall be Shanés - Southern Palm Crossing, Inc. (hereinafter, the "Corporation").

ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the Corporation is 17569 Fieldbrook Circle, Boca Raton, Florida 33496.

ARTICLE III  
AUTHORIZED SHARES

The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.

ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT

The address of the Corporation's initial registered office is 350 E. Las Olas Blvd., Suite 1000, Ft. Lauderdale, Florida 33301 and the name of its initial registered agent at such address is BSPA Corporate Services, Inc.

ARTICLE V  
INCORPORATOR

The name and address of the Incorporator of the Corporation are Michael R. Harris, 2650 N. Military Trail, Suite 240, Boca Raton, Florida 33431.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 14<sup>th</sup> day of September, 2006.

  
Michael R. Harris, Incorporator

### ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for Shanes - Southern Palm Crossing, Inc. at the place designated in Article IV of the Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of such duties, and is familiar with and accepts the obligations of such position as registered agent as provided for in Chapter 607, F.S.

BSPA CORPORATE SERVICES, INC.

By: James L. Berger  
Name: James L. Berger  
Title: President

Dated: 9/15/06

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