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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

R & D RESTAURANT MANAGEMENT, CORP.

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9/28/2006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
OF

R & D RESTAURANT MANAGEMENT, CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME:

The name of the corporation shall be: **R & D RESTAURANT MANAGEMENT, CORP.**

The principal place of business of this corporation shall be:

828 3RD ST. # 311
Miami, FL 33139

ARTICLE II NATURE OF BUSINESS:

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

RESTAURANT MANAGMENT

ARTICLE III CAPITAL STOCK:

The aggregate number of shares of stock and its value that this corporation authorized to have outstanding at any one time is: 1000 shares, such shares shall be of a single class, and shall have a par value of \$1.00.

ARTICLE IV TERM OF EXISTENCE:

This corporation is to exist perpetually.

ARTICLE V OFFICERS/DIRECTORS:

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor is (are) elected, is (are):

President: Ramon Guerrero 828 3rd St. # 311 Miami FL. 33139
Vice President: Danielle Finnegan 828 3rd St. #311 Miami FL. 33139
Treasurer:
Secretary:

ARTICLE VI INCORPORATOR(S):

The name(s) and street address (es) of the incorporator(s) to this article of incorporation is (are):

Ramon Guerrero 828 3rd St. # 311 Miami, FL. 33139

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 28 day of September 2006.



INCORPORATOR
Ramon Guerrero

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

R & D Restaurant Management, Corp.

2. The name and address of the registered agent and office is:

Ramon Guerrero
828 3rd St. #311.
Miami, FL 33139

Signature Title PresidentDate: 9-28-06

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT
THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature Date: 9-28-06

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