

**Electronic Articles of Incorporation
For**

P07000016236
FILED
February 05, 2007
Sec. Of State
bmcknight

ACE RESTAURANTS, 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:

ACE RESTAURANTS, INC.

Article II

The principal place of business address:

1910 WELLS ROAD -- ORANGE PARK MALL
ROMM VC05
ORANGE PARK, FL. 32073

The mailing address of the corporation is:

1910 WELLS ROAD -- ORANGE PARK MALL
ROMM VC05
ORANGE PARK, FL. 32073

Article III

The purpose for which this corporation is organized is:

OPERATION OF A TACO BELL FRANCHISED RESTAURANT(S).

Article IV

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

1,000

Article V

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

KARIM LADHANI
1910 WELLS ROAD -- ORANGE PARK MALL
ROOM VC05
ORANGE PARK, FL. 32073

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

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Registered Agent Signature: KARIM LADHANI

Article VI

The name and address of the incorporator is:

PAUL S. SUDA
1362 SALEM DRIVE

ALPHARETTA, GEORGIA, 30004

Incorporator Signature: PAUL S. SUDA

Article VII

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

Title: P
ANWAR ALI
1271 NASH LEE DRIVE
LILBURN, GA. 30047

Title: VP
KARIM LADHANI
1910 WELLS ROAD -- ROOM VC05
ORANGE PARK, FL. 32073

Title: SEC
KARIM LADHANI
1910 WELLS ROAD -- ROOM VC05
ORANGE PARK, FL. 32073