

**Electronic Articles of Incorporation
For**

P08000061605
FILED
June 25, 2008
Sec. Of State
jshivers

DOWN SOUTH PHILLY GRILLE 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:

DOWN SOUTH PHILLY GRILLE INC.

Article II

The principal place of business address:

3830 SOUTH NOVA RD
B-1
PORT ORANGE, FL. US 32127

The mailing address of the corporation is:

3830 SOUTH NOVA RD
B-1
PORT ORANGE, FL. US 32127

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

1000 COMMON STOCK AT 10 CENTS PAR VALUE

Article V

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

THE LAW OFFICES OF NICK SPRADLIN, PLLC
12000 NORTH DALE MABRY HWY
SUITE 110
TAMPA, FL. 33618

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

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Registered Agent Signature: NICKOLAS J. SPRADLIN, ESQ. CEO

Article VI

The name and address of the incorporator is:

MARIANELLA LEON
12000 NORTH DALE MABRY HWY
SUITE 110
TAMPA, FLORIDA 33618

Incorporator Signature: MARIANELLA LEON

Article VII

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

Title: DP
MATTHEW B SMITH
3830 SOUTH NOVA RD B-1
PORT ORANGE, FL. 32127 US

Title: DT
LEWIS T SMITH
3830 SOUTH NOVA RD B-1
PORT ORANGE, FL. 32127 US

Title: DS
MICHAEL J SMITH
3830 SOUTH NOVA RD B-1
PORT ORANGE, FL. 32127 US