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FLORIDA PROFIT/NON PROFIT CORPORATION

Restaurant Properties of South Florida, Inc.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
RESTAURANT PROPERTIES OF SOUTH FLORIDA, INC.**

The undersigned, acting as incorporator of RESTAURANT PROPERTIES OF SOUTH FLORIDA, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is: RESTAURANT PROPERTIES OF SOUTH FLORIDA, INC. (the "Corporation").

ARTICLE II. ADDRESS

The principal office and the mailing address of the Corporation is:

272 E Boca Raton Road
Boca Raton, FL 33432

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$0.01 par value per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 11380 Prosperity Farms Road, #221E, Palm Beach Gardens, FL 33410 and the name of the Corporation's initial registered agent at that address is Corporate Creations Network Inc.

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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Max P. Levine
Holland & Knight LLP
1 E Broward Boulevard
Suite 1300
Fort Lauderdale, FL 33301

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 31st day of July, 2008.



Max P. Levine,
Sole Incorporator

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