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FLORIDA PROFIT/NON PROFIT CORPORATION
CRUISERS GRILL TT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 12 2011

**ARTICLES OF INCORPORATION
OF
CRUISERS GRILL TT, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

**Article I
Name**

The name of this corporation shall be **CRUISERS GRILL TT, INC.**

**Article II
Principal Office and Mailing Address**

The principal place of business and mailing address of this corporation shall be 2467 3rd Street South, Jacksonville Beach, FL 32250.

**Article III
Capital Stock**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

**Article IV
Initial Registered Agent and Address**

The street address of the initial registered office of this corporation is 4348 Southpoint Boulevard, Suite 101, Jacksonville, Florida 32216 and the initial registered agent at that office is Eliot J. Safer.

**Article V
Incorporator**

The name and street address of the incorporator of this corporation are:

Eliot J. Safer, Esquire
Duss, Kenney, Safer, Hampton & Joos, P.A.
4348 Southpoint Boulevard, Suite 101
Jacksonville, Florida 32216

This Instrument Prepared By:
Eliot J. Safer
Attorney at Law
Florida Bar No. 194511
Duss, Kenney, Safer, Hampton & Joos, P.A.
4348 Southpoint Boulevard, Suite 101
Jacksonville, FL 32216
(904) 543-4300

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Article VI
Duration

This corporation shall exist perpetually.

Article VII
Purposes

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida:

Article VIII
Directors

(a) This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1).

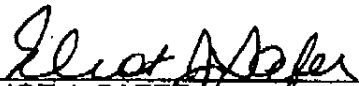
(b) The name and street address of the initial directors of the corporation are:

Robert Handmaker
2467 3rd Street South
Jacksonville Beach, FL 32250

Lane Koslow
2467 3rd Street South
Jacksonville Beach, FL 32250

(c) The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 11th day of January, 2011.



ELIOT J. SAFES

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

CRUISERS GRILL TT, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates ELIOT J. SAFER as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be DUSS, KENNEY, SAFER, HAMPTON & JOOS, P.A., 4348 Southpoint Boulevard, Suite 101, Jacksonville, Florida 32216.

DATED this 11th day of January, 2011.


ELIOT J. SAFER

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 11th day of January, 2011.


ELIOT J. SAFER

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