

08/26/2003

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**FLORIDA PROFIT/NON PROFIT CORPORATION
DEN NORTH BEACH, INC.**

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ARTICLES OF INCORPORATION
OF
DEN NORTH BEACH, INC.

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THE UNDERSIGNED hereby associate themselves for the purpose of becoming a corporation pursuant to Florida Statutes 621 and 607 under the laws of the State of Florida (Florida General Corporation Act F.S. 607), as they now exist or may be amended, pursuant to the following Articles of Incorporation.

ARTICLE I

The name of the corporation is:

DEN NORTH BEACH, INC., 1600 South Federal Highway, Suite 1100, Pompano Beach, Florida 33062.

ARTICLE II

The duration of this corporation shall be perpetual and shall commence on the date of the execution and acknowledgment of these Articles of Incorporation.

ARTICLE III

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the Laws of the State of Florida pursuant to Florida Statutes 621 and 607. The specific nature of the corporation is a family style restaurant.

ARTICLE IV

The total authorized shares:

1. Common Shares 100 Shares valued at \$10.00 a share to Adam T. Jacobs.

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2. Preferred Shares none.
3. A statement of all or any of the relative rights, preferences, and limitations of the shares are as follows:
Each Shareholder is a member of the Board of Directors and elects and appoints one member as an officer of the corporation.
4. All Shares of common stock are not transferable and are restricted. The corporation has the sole option to buy back the shares at their value within 90 days of notification that a shareholder has died, has been declared incompetent, retired, or no longer wants to be associated with the corporation.
5. If a vacancy exists on the Board of Directors the shareholder that elected the prior director may appoint a director to fill the position.

ARTICLE V

The holders of the outstanding common stock shall be entitled to receive, when and as declared by a majority vote of the Board of Directors, dividends payable either in cash, in property, or in shares of common stock of the corporation.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation of common stock, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

This corporation shall have all those rights, powers and duties as delineated in Florida Statutes, Chapter 621 and 607, as it now exists or may be hereafter amended: including but not limited to any lawful purpose pursuant to the Laws of the State of Florida.

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1. The address of the registered office is:
1600 South Federal Highway, Suite 1101, Pompano Beach, Florida 33062.
2. The name of the registered agent at the registered office is:
Rick S. Jacobs, Esq.

ARTICLE VIII

The names and addresses of the incorporators are as follows:

Adam T. Jacobs, 1600 South Federal Highway, Suite 1100, Pompano Beach, Florida
33062.

ARTICLE IX

1. The shareholders may amend these articles of incorporation by a majority vote of the shareholders. All Shareholders must be present at the meeting to have a quorum.
2. The officers of the corporation can only be removed by the director who appointed that officer.
3. The shareholders must amend the by-laws by a majority vote.

ARTICLE X

This corporation shall have one (1) Director initially. The number of the Directors may either be increased or decreased from time to time and will be reflected in the By-laws of this corporation, but shall never be less than one (1) Director.

The names and addresses of the initial directors of this corporation are:

1. Adam T. Jacobs, 1600 South Federal Highway, Suite 1100, Pompano Beach,
Florida 33062.

ARTICLE XI

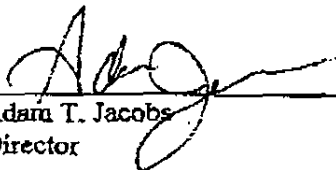
This corporation reserves the right to repeal any provision or provisions contained in these

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articles of incorporation or any amendment hereto, and any right conferred on the shareholders is subject to this reservation.

The undersigned subscribers have executed these Articles of Incorporation this ____ day of AUGUST, 2012.


Adam T. Jacobs
Director

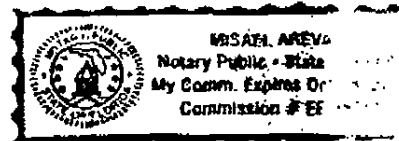
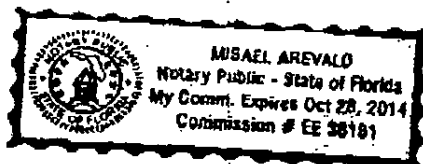
STATE OF FLORIDA)
COUNTY OF BROWARD)

Before me, the undersigned authority, personally appeared, Adam T. Jacobs to me well known to be the person who executed the foregoing amended Articles of Incorporation and acknowledge before me according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have set my hand and seal hereunto this 14th day of AUGUST, 2012.


NOTARY PUBLIC

My Commission Expires:



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**CERTIFICATE DESIGNATION (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

Pursuant to Chapters 621 and 607 Florida Statutes, the following is submitted, in compliance with said Act:

First that, **DEN NORTH BEACH, INC.**

Desiring to organize under the Laws of the State of Florida with its principle office as indicated in the Articles of Incorporation in the City of Pompano Beach, County of Broward, State of Florida, has named Rick S. Jacobs, ESQ., 1600 S. Federal Highway, Suite 1101, Pompano Beach, Florida 33062.

County of Broward, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated professional service corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the said act relative.

[Signature]
Rick S. Jacobs, ESQ.
Registered Agent for DEN NORTH
BEACH, INC.

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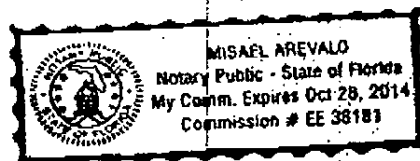
STATE OF FLORIDA)
)
COUNTY OF BROWARD)

Before me, the undersigned authority, personally appeared Rick S. Jacobs, to me well known to be the persons who executed the foregoing and acknowledge before me according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

In witness Whereof, I have set my hand and seal hereunto this 4th day of AUGUST, 2012.

[Signature]
NOTARY PUBLIC

My Commission Expires:



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