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CORPORATION(S) NAME

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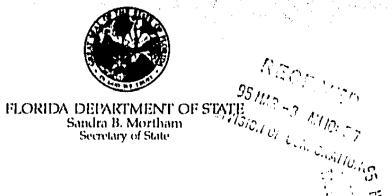
Acknowledgment

W.P. Verifier

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CR2E031 (R8-85)



Fobruary 24, 1995

EMPIRE

MIAMI, FL

SUBJECT: FUBAR, INC. Ref. Number: W95000004231

We have received your document for FUBAR, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entitles are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks Corporate Specialist

Letter Number: 295A00008476

ARTICLES OF INCORPORATION

OF

CHEESESTEAK PALACE, INC.

ENTED THE

The undersigned incorporator, for the purpose of forming a Corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statues, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

CORPORATE NAME

The name of the Corporation shall be:

CHEESESTEAK PALACE, INC.

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue, is 500 Shares, all of which shall be common shares with \$ 1.00 par value.

ARTICLE FIVE

PLACE OF BUSINESS

The street address of the principal place of business is 3204 E. Atlantic Blvd., Pompano Beach, Florida 33062

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of the Corporation is 3204 E. Atlantic Blvd., Pompano Beach, Florida and the name of the initial registered agent at such address is

CRAIG CAFFRO

ARTICLE SEVEN

BOARD OF DIRECTORS

The number of members of the Board of Directors may be changed from time to time as provided by the By-Laws of the Corporation as adopted by the stockholders; but, in no event, shall the Board of Directors consist of less than one (1) member at any time.

ARTICLE EIGHT

INITIAL DIRECTORS

The initial Board of Directors shall consist of one (1) member who shall hold office until the first annual meeting of the Corporation and whose name and address is as follows:

CRAIG CAFFRO 3204 E. Atlantic Blvd. Pompano Beach, Florida 33062

ARTICLE NINE

INCORPORATORS

The name and address of each incorporator executing the Articles of Incorporation is as follows:

CRAIG CAFFRO
3204 E. Atlantic Blvd.
Pompano Beach, Florida 33062

ARTICLE TEN

COMMENCEMENT DATE

The Corporation shall be deemed to commence its existence upon the date the Charter Number is assigned to the Corporation by the Secretary of the State of Florida.

IN WITNESS WHEREOF, I have subscribed my name as incorporator of the Corporation this 14th day of February , 1995.

STATE OF FLORIDA

ss:

COUNTY OF BROWARD

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared CRAIG CAFFRO, to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed said Articles of Incorporation.

WITNESS my hand and official seal in Coral Springs, Florida this 14th day of February , 1995.

My Commission Expires:

JOAN E. DOWLING
COMMISSION & CC 385868
EXPIRES JUN 22, 1998
ROSPET THRU
AT ALTER NUMBER CO., INC.

Notary Public State of Florida

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CERTIFICATE OF DESIGNATING RESIDENT

AGENT FOR SERVICE OF PURPOSE

Pursuant to Chapter 48.091, Florida Status, the undersigned hereby designates CRAIG CAFFRO as its Resident Agent to accept service of process within this State.

Incorporat

The undersigned hereby accepts the foregoing designation of Resident Agent for service of process with the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.