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LA VIVA PROFESSIONAL CENTER
720 WEST LUNDEN
BRANDON, FLORIDA 33511
(813) 651-2500

CLIFTON C. CURRY, JR.
KIMBERLY J. LEE
KENNETH R. MADHOWN
MARY E. WEDDER

PLEASE MAIL REPLY TO
POST OFFICE BOX 1141
BRANDON, FL 33509-1141
TACONVILLE (813) 689-0242

March 31, 1995

Corporate Records Division
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

FILED
DIVISION OF CORPORATIONS
95 APR -7 AM 10:22

Re: BACKBAY RESTAURANT, INC.

Dear Sir:

Enclosed herewith please find original and one copy of ARTICLES OF INCORPORATION in the above name, as well as the Designation of Resident Agent form, together with my check in the amount of \$122.50 to cover the following:

| | |
|------------------|-----------------|
| Filing Fee | \$ 35.00 |
| Certified copy | \$ 52.50 |
| Registered Agent | <u>\$ 35.00</u> |
| | \$122.50 |

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-04/07/95--01051--008
****122.50 ****122.50

I would appreciate receiving a certified copy of these ARTICLES OF INCORPORATION as quickly as possible.

Sincerely yours,

Clifton C. Curry, Jr.

CLIFTON C. CURRY, JR.

NON AFFRANCARE
VOID DELAY IN MAILING

CCC/lv
Enclosures

KAN 4-13

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF**

95 APR -7 AM 10:22

BACKBAY RESTAURANT, INC.

ARTICLE I - NAME

The name of this corporation shall be:

BACKBAY RESTAURANT, INC.

and its principal office and mailing office is

1807 Highway 60 East
Valrico, Florida 33594

ARTICLES II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The initial registered office of this corporation shall be 750 W. Lumsden Road, Brandon, Florida 33511. Registered Agent of this corporation at such office, shall be Clifton C. Curry, Jr., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from

time-to-time with respect to keeping an office open for service of process.

**ARTICLE VI - INITIAL BOARD
OF DIRECTORS**

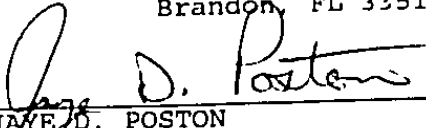
The initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased from time-to-time by vote of the Shareholders as set out in the By-Laws. The names and addresses of the initial Board is:

| NAME | ADDRESS |
|------------------|--------------------------------------|
| JAYE D. POSTON | 615 Stone Drive Brandon, FL 33510 |
| BETTE FAY POSTON | 615 Stone Drive Brandon, FL 33510 |

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

| | |
|------------------|--------------------------------------|
| JAYE D. POSTON | 615 Stone Drive Brandon, FL 33510 |
| BETTE FAY POSTON | 615 Stone Drive Brandon, FL 33510 |



JAYE D. POSTON
as Incorporator



BETTE FAY POSTON
as Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY, that on this day, before me, an officer duly

authorized in the State and County aforesaid to take acknowledgments, personally appeared, JAYE D. POSTON, as incorporator, to me personally known or who produced driver's licenses or # P235 428-50-367 as identification, and who did take an oath, to be the person described in and who, after being duly sworn, depose and state that he executed the foregoing ARTICLES OF INCORPORATION of BACKBAY RESTAURANT, INC. and the said individuals acknowledged before me that they executed the same as he free act and deed for the uses and purposes therein stated.

March SWORN TO AND SUBSCRIBED BEFORE ME, this 31 day of _____, 1995, at Brandon, Hillsborough County, Florida.

NOTARY PUBLIC

Charles D. Lewis

Sign

Print Name:

State of Florida at Large (Seal)

My Commission No.: _____

My Commission Expires: _____

CHARLES D. LEWIS
Notary Public, State of Florida
My comm. expires July 15, 1995
No. CC110718
Bonded Thru Troy Fam Ins. Inc.

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, BETTE FAY POSTON, as incorporator, to me personally known or who produced driver's licenses or # P235 08650-541 as identification, and who did take an oath, to be the person described in and who, after being duly sworn, depose and state that she executed the foregoing ARTICLES OF INCORPORATION of BACKBAY RESTAURANT, INC. and the said individuals acknowledged before me that they executed the same as her free act and deed for the uses and purposes therein stated.

SWORN TO AND SUBSCRIBED BEFORE ME, this 31st day of March, 1995, at Brandon, Hillsborough

County, Florida.

NOTARY PUBLIC

Toni Lea Kriberscheck

Sign

Print Name:

State of Florida at Large (Seal)

My Commission No.: _____

My Commission Expires:

OFFICIAL NOTARY SEAL
TONI LEA KRIBERSCHECK
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC421247
MY COMMISSION EXP. NOV. 16, 1998

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING REGISTERED OFFICE
AND REGISTERED AGENT (AND RESIDENT AGENT)**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

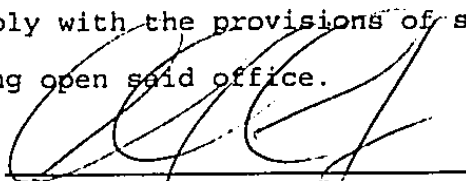
APR -7 AM 10:22

Pursuant to applicable Florida Statutes, the following is submitted:

That BACKBAY RESTAURANT, INC., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the ARTICLES OF INCORPORATION at 750 W Lumsden Road, Brandon, Florida 33511, has named Clifton C. Curry, Jr. as its Registered Agent (and Resident Agent).

ACKNOWLEDGMENT

Having been named Registered Agent for the above-stated corporation as designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Florida Statutes relative to keeping open said office.


Clifton C. Curry, Jr.
as Registered Agent