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*Law Offices of
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June 8, 1995

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

700001516117
-06/19/95--01021--002
****122.50 ****122.50

RE: LONDON STEAK HOUSE CORP.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation for LONDON STEAK HOUSE CORP., along with our check in the amount of \$122.50 representing the filing fee and the fee for receipt of a certified copy of the Articles of Incorporation.

Please file the enclosed and return one certified copy of the Articles of Incorporation to this office.

Thank you for your attention to this matter.

Very truly yours,

JEFFREY R. EISENSMITH

JRE:lm
Encl.

FILED
JUL 19 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEB JUN 21 1995

ARTICLES OF INCORPORATION OF
LONDON STEAK HOUSE CORP.

ARTICLE I
CORPORATE NAME

The name of the corporation is LONDON STEAK HOUSE CORP.

ARTICLE II
DURATION

This corporation shall be perpetual existence commencing on the date of the filing of the Articles of Incorporation with the Department of State.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of one dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V
SHAREHOLDER'S RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 offer to others.

ARTICLE VI
INITIAL REGISTERED AGENT
INITIAL REGISTERED OFFICE

This corporation's initial registered agent and registered office in the State of Florida is Guy Martin Rosenfeld, 5637 W. Atlantic Blvd., Margate, FL 33063.

ARTICLE VII
CORPORATE ADDRESS

This corporation's initial address is 5637 W. Atlantic Blvd., Margate, FL 33063.

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TALLAHASSEE, FLORIDA

ARTICLE VIII

DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name of the initial director of this corporation is Guy Martin Rosenfeld, 5637 W. Atlantic Blvd., Margate, FL 33063.

ARTICLE IX INCORPORATOR

The name and address of the person signing these Articles is Guy Martin Rosenfeld, 5637 W. Atlantic Blvd., Margate, FL 33063.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI AMENDMENTS TO BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE XII CORPORATE POWERS

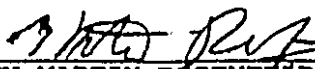
This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XIII INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.

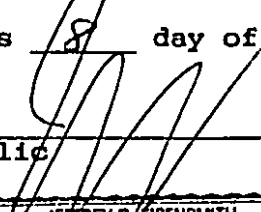

GUY MARTIN ROSENFELD
Incorporator and
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
SS
COUNTY OF BRPWARD)

BEFORE ME, the undersigned authority personally appeared GUY MARTIN ROSENFELD, who is personally known to me or who produced FLA Drivers License as identification, and who did/did not take an oath, and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this 8 day of June, 1995.


Notary Public

My Commission Expires:

