

1201 HAYS STREET
TALLAHASSEE, FL 32301
222-9171
222-9171 FAX

9500054525



PRESTON HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 641809 6162A

AUTHORIZATION : Patricia Pzyts

COST LIMIT : \$ 122.50

ORDER DATE : July 14, 1995

ORDER TIME : 9:49 AM

800001538008

ORDER NO. : 641809

CUSTOMER NO: 6162A

CUSTOMER: Ms. Mary Ellen Norris-adams
GRAY HARRIS & ROBINSON

S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

DOMESTIC FILING

NAME: PLANET HOLLYWOOD (NASHVILLE),
INC.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN JUL 14 1995

95 JUL 14 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
PLANET HOLLYWOOD (NASHVILLE), INC.

FILED
95 JUL 14 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Planet Hollywood (Nashville), Inc. The mailing address of the corporation shall be 7380 Sand Lake Road, Suite 600, Orlando, Florida 32819.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

201 East Pine Street
Suite 1200
Orlando, Florida 32801

The name of the initial registered agent of this corporation at that address shall be:

Byrd F. Marshall, Jr.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1).

B. The names and addresses of the initial directors of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>
Robert I. Earl	7380 Sand Lake Road Suite 600 Orlando, FL 32819
Keith Barish	7380 Sand Lake Road Suite 600 Orlando, FL 32819

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Byrd F. Marshall, Jr.	201 East Pine Street Suite 1200 Orlando, FL 32801

ARTICLE VIII - BY-LAWS

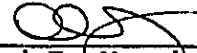
The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any

amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of July, 1995.



Byrd F. Marshall, Jr.
Incorporator

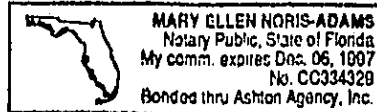
STATE OF FLORIDA)
)
COUNTY OF ORANGE)

The foregoing Articles of Incorporation were acknowledged, before me, on July 13, 1995, by Byrd F. Marshall, Jr. The Incorporator is personally known to me and did not take an oath.



Notary Public

My Commission Expires:



CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of PLANET HOLLYWOOD (NASHVILLE), INC., I hereby accept and agree to act in this capacity.



Byrd F. Marshall, Jr.

mena\planet\nashville\articles

95 JUL 14 PM 12:39
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171
904-222-0171

0-2-808

P95000054525



RECEIVED
95 NOV -2 PM 12:22
DIVISION

ACCOUNT NO. : 072100000032
REFERENCE : 723170 6162A

AUTHORIZATION :
COST LIMIT *Patricia A. Piat* 987.50

ORDER DATE : November 2, 1995
ORDER TIME : 10:50 AM
ORDER NO. : 723170
CUSTOMER NO: 6162A

110001526751

CUSTOMER: Ms. Mary Ellen Norris-adams
Gray Harris & Robinson
S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: PLANET HOLLYWOOD (NASHVILLE),
INC.

FILED
95 NOV -2 PM 2:59
TALLAHASSEE

XXX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

N. HENDRICKS NOV - 2 1995

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PLANET HOLLYWOOD (NASHVILLE), INC.

FILED
95 NOV -2 PM 2:59

SECRET
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED

THE UNDERSIGNED, Thomas Avallone, Executive Vice President of Planet Hollywood (Nashville), Inc., a Florida corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is Planet Hollywood (Nashville), Inc.

ARTICLE SECOND: The Amendment to the Articles of Incorporation of the Corporation effected by these Articles of Amendment is that ARTICLE I of the current Articles of Incorporation is amended to provide as follows:

ARTICLE I - NAME

The name of this corporation is Planet Hollywood (Chefs), Inc.

ARTICLE THIRD: The Amendment to the Articles of Incorporation of the Corporation reflected in ARTICLE SECOND hereof was duly adopted by the sole shareholder of the corporation by unanimous written consent, executed on October 30, 1995, in accordance with Section 607.0704 of the Florida General Corporation Act.

ARTICLE FOURTH: The effective date of these Articles of Amendment shall be upon the filing thereof with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, Thomas Avallone, Executive Vice President of the Corporation, has hereunto set his hand this 30 day of October, 1995.



Thomas Avallone
Executive Vice President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 21st day of October, 1995, by Thomas Avallone, as Executive Vice President of Planet Hollywood (Nashville), Inc., a Florida corporation, on behalf of the corporation.

Patricia A. Tsonis
Signature of Notary Public

PATRICIA A. TSONIS
(Print Notary Name)
My Commission Expires: 4/17/97
Commission No.: CC 279644

AFFIX NOTARY STAMP



PATRICIA A TSONIS
My Commission CC279048
Expires Apr. 17, 1997
Elected by ANB
6CJ-652-5878

Personally known, or
 Produced Identification
Type of Identification Produced:
