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NEW FILINGS	AMENDMENTS				
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Limited Liability	Change of Registered Agent				
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ARTICLES OF INCORPORATION

OF

PESCATORE RESTAURANT GROUP, INC.

The undersigned incorporator, for the purpose of forming a corporation under the name Pescatore Restaurant Group, Inc., hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be: Pescatore Restaurant Group, Inc..

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

105 S. Narcissus Avenue West Palm Beach, Florida 33401

ARTICLE III - SHAPES

The number of shares of stock that this corporation shall have authority to issue is ten thousand (10,000) shares of veting, common stock, having a par value of one-tenth of cent (\$.001).

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent and office is:

DAVID A. BEALE c/o Adorno & Zeder, P.A. 2255 Glades Road, Suite 342W Boca Raton, Florida 33431

ARTICLE V - BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors which shall have one (1) Director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

The name and street address of the first member or the first Board of Directors who shall hold office until his successor has been duly exceed or appointed and have qualified is as follows:

Name

Address

Turgut Kaytmaz

955 Second Avenue New York, New York 10022

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Name

Audress

David A. Beale

c/o Adorno & Zeder, P.A. 2255 Glades Road, Suite 342W Boca Raton, Florida 33431

The undersigned incorporator has executed these Articles of Incorporation this 215th day of August, 1995.

Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT. IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: Pescatore Restaurant Group, Inc.
- 2. The name and address of the registered agent and office is:

David A. Beale c/o Adorno & Zeder, P.A. 2255 Glades Road, #342W Boca Raton, Florida 33431

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Signature)

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DAVID A BEALE

January 9, 1996

PERMANENT (* *) BOCK PATON (HTILE

Ms. Judy Eure Corporate Section Administrator Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Pescatore Restaurant Group, Inc.

No. P95000065300/Your Letter No. 295A00039454

Dear Ms. Eure:

This office represents Pescatore Restaurant Group, Inc. ("Pescatore"). Please note as follows:

1) The new mailing address for Pescatore is

200 Clematis Avenue West Palm Beach, Florida 33401

2) The new mailing address for Adorno & Zoder is

One Boen Place Suite 342W Attention: David A. Beale 2255 Glades Rond Boca Raton Thomas 33431

141.96

3) Please send Corporate Annual Report forms to the undersigned at the above address in Boca Raton

Thank you for your cooperation

-Very truly yours.

David A Beale

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cc Turgui Kayımaz

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