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August 17, 1995

Office of the Secretary of State
Division of Corporations
State of Florida
P.O. Box 1300
Tallahassee, FL 32302

Re: Carson City Steakhouse of Jupiter, Inc.
Our File: 264/9978

To Whom It May Concern:

In connection with the proposed incorporation of Carson City Steakhouse of Jupiter, Inc., enclosed please find one duly executed original and one copy of Articles of Incorporation. Also enclosed is a check made payable to the Department of State in the amount of \$122.50 representing the appropriate filing fee, the Registered Agent fee and the fee to obtain a certified copy of the filed Articles.

Please endorse your approval of these Articles and return the certified copy directly to the undersigned as soon as possible.

Thank you.

Very truly yours,

NASON, GILDAN, YEAGER, GERSON
& WHITE, P.A.

Ronald A. Burgess
Ronald A. Burgess
Corporate Paralegal

Enclosures
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12/22/95

ARTICLES OF INCORPORATION
OF
CARSON CITY STEAKHOUSE OF JUPITER, INC.

FILED
SEP 11 1968
CLERK OF CIRCUIT COURT
JUPITER, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation pursuant to Section 607 of the Florida Corporation Act.

ARTICLE I

NAME

The name of this Corporation shall be:

CARSON CITY STEAKHOUSE OF JUPITER, INC.

ARTICLE II

ADDRESS

The principal office and the mailing address of the corporation is:

8008 Flagler Court
West Palm Beach, FL 33401

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue Ten Thousand (10,000) shares of Common Stock having a par value of One Cent (\$.01) per share. All shares shall be of the same class and all shareholders shall have unlimited voting rights.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, FL 33401

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

Gary N. Gerson

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 two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-laws (but at no time shall there be less than one (1) director of the Corporation).

ARTICLE VI

DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors shall have been duly elected or appointed and shall have qualified are as follows:

Name

Street Address

John C. Metz

8008 Flagler Court
West Palm Beach, FL 33401

William Taylor

1205 Winchester Trail
Smyrna, GA 30080

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator signing the Articles of Incorporation is as follows:

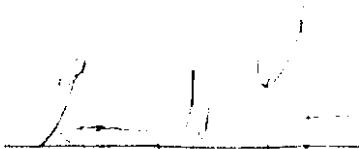
Name

Street Address

Gary N. Gerson

1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, for the uses and purposes aforesaid, this 17th day of August, 1995.



Gary N. Gerson, Incorporator

DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Carson City Steakhouse of Jupiter, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office

as indicated therein at 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401, has named Gary N. Gerson located thereat as its registered agent to accept service of process within this State.

By: [Signature]
Gary N. Gerson, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: [Signature]
Gary N. Gerson, Registered Agent

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