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CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 19 PM 1:19

SEP 19 1995

File 2nd

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY _____

WALK-IN
Will Pick Up

9/19 12:00

RE:

La Cantina
Mexican Restaurant,
Inc.

C.C. FEE. DISBURSED

Capital Express™
✓ Art. of Inc. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
✓ () Cert. Copy(n)
Art. of Amend. File
Dissolution/Withdrawal
C U S-
Fictitious Name File
Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing
Corporate Kill
Vehicle Search
Driving Record
Document Retrieval
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
File No.'s, Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prep.
FAX () pgs.

200901587762

09/19/95--01012--020

*****70.00 *****70.00

SUBTOTALS

FEE..... \$
DISBURSED..... \$
SURCHARGE..... \$
TAX on corporate supplies..... \$
SUBTOTAL..... \$
PREPAID..... \$
BALANCE DUE..... \$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

FILED
IN THE CLERK'S OFFICE
OF THE STATE OF FLORIDA
COUNTY OF DALLAS

95 SEP 19 PM 1:19

ARTICLES OF INCORPORATION
OF
LA CANTINA MEXICAN RESTAURANT, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE: NAME: The name of the corporation shall be LA CANTINA MEXICAN RESTAURANT, INC.

ARTICLE TWO: DURATION: The term of existence of the corporation shall be perpetual.

ARTICLE THREE: PURPOSE: The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. LA CANTINA MEXICAN RESTAURANT, INC. also may own, buy and sell parts or all of other businesses, real estate and investments; conduct research; develop equipment; design, construct, own, sell and lease equipment; and hold patents. LA CANTINA MEXICAN RESTAURANT, INC., may do writing of all types, including printing, publishing, distributing, buying and selling; enter into textiles and their manufacture, distribution, sales, etc.; and take advantage of any and all opportunities, ventures and spin-offs that are legally available.

ARTICLE FOUR: CAPITAL STOCK: The aggregate number of shares which the corporation has authority to issue is 100 shares, all of which shall be common shares with a value of \$1.00 each.

ARTICLE FIVE: REGISTERED OFFICE: The street address of the initial Registered Office of the corporation is 7600 Ridgewood Avenue, Cape Canaveral, Florida 32920, and the name of the Registered Agent is RICHARD I. POENISCH.

ARTICLE SIX: DIRECTORS: The Board of Directors of the corporation shall consist of no less than one (1) and no more than four members. The names and addresses of the Initial Board of Directors are:

Richard I. Poenisch - Pres.
7600 Ridgewood Avenue
Cape Canaveral, FL 32920

Richard I. Poenisch - V. Pres.
7600 Ridgewood Avenue
Cape Canaveral, FL 32920

Richard I. Poenisch - Secy.
7600 Ridgewood Avenue
Cape Canaveral, FL 32920

Richard I. Poenisch - Treas.
7600 Ridgewood Avenue
Cape Canaveral, FL 32920

ARTICLE SEVEN: INCORPORATORS: The incorporator(s) of the corporation and the subscriber to these Articles of Incorporation is/are:

Richard I. Poenisch
7600 Ridgewood Avenue
Cape Canaveral, FL 32920

ARTICLE EIGHT: BY-LAWS AND ARTICLES OF INCORPORATION: The shareholders shall have the exclusive authority to formulate, approve and/or amend By-Laws of the corporation and shall have the exclusive authority to formulate, approve and/or adopt these amendments to these Articles of Incorporation.

ARTICLE NINE: COMMENCEMENT OF EXISTENCE: The corporation shall be deemed to commence its existence upon the filing of these Articles in the Office of the Secretary of State of the State of Florida.

ARTICLE TEN: PRINCIPAL PLACE OF BUSINESS: The principal place of business for said corporation is: 7600 Ridgewood Avenue, Cape Canaveral, Florida 32920 and the mailing address is the same.

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

LA CANTINA MEXICAN RESTAURANT, INC., a Florida corporation, pursuant to Florida Statute §48.091, and its Articles of Incorporation, hereby designates **RICHARD I. POENISCH** whose address is 7600 Ridgewood Avenue, Cape Canaveral, Florida 32920 as its Registered Agent and Registered Office for the service of process as required by law.

RECEIVED
SECURITY DIVISION
DIVISION OF INVESTIGATION

ACCEPTANCE

95 SEP 19 PM 1:19

I, RICHARD I. POENISCH, of 7600 Ridgewood Avenue, Cape Canaveral, Florida 32920, having been named in the foregoing Designation of Registered Agent by LA CANTINA MEXICAN RESTAURANT, INC., a Florida corporation, and being fully advised and apprised of the duties of a Resident Registered Agent for the service of process as prescribed by Florida Statute §48.091, do hereby accept said designation and agree to accept service of process as Resident Registered Agent, to keep the office open during prescribed hours, to post my name in a conspicuous place in the office as required by law and to otherwise comply with the obligations of a Resident Registered Agent to maintain a Registered Office as heretofore indicated.

Richard I. Poensch

RICHARD I. POENISCH, Registered Agent

DATED this 18th day of September, 1995.

IN WITNESS WHEREOF, I have subscribed my name this 18th day of September, 1995.

Richard I. Poensch

RICHARD I. POENISCH, Incorporator