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PRENTICE
LEGAL & FINANCIAL SERVICE

1201 HAYS STREET
TALLAHASSEE, FL 32301
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96 JAN - 8 PM 12/06
DEPT. OF CORPORATIONS

ACCOUNT NO. # 0721000000032

REFERENCE # 794635 8606A

AUTHORIZATION # Patricia Pigott

COST LIMIT # \$ 122.50

ORDER DATE # January 5, 1996

ORDER TIME # 10:30 AM

ORDER NO. # 794635

CUSTOMER NO. # 8606A

500001681515

CUSTOMER #: Michael S. Kaufman, Esq
MICHAEL S. KAUFMAN, ESQ

Biscayne Center, Suite 401
11900 Biscayne Boulevard
Miami, FL 33181

DOMESTIC FILING

NAME: MIZNER GRILLE, INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: T. BROWN JAN - 8 1996

96 JAN - 8 PM 6 18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
MIZNER GRILLE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MIZNER GRILLE, INC.

The address of the principal office of this corporation shall be 514 Via De Palma, Boca Raton, Florida 33482, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

FILED
90 JAN 8 PM 6 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Cynthia H. Siedlecki 514 Via De Palma
Dir./Pres./Sec./Treas. Boca Raton, Florida 33482

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on January 8, 1996.

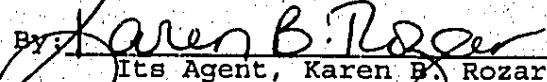
CORPORATION SERVICE COMPANY

By: 
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: 
Its Agent, Karen B. Rozar

LRD/dks