

P96 0000 13035 Number Only

2-8-96 Susan  
Bruce Rosenfeld #1109  
Requestor's Name  
789 West Oakland Blvd  
Address  
Miami, FL 33352  
City State ZIP Phone  
748-3000

FILED  
95 FEB 12 AM 11:33  
TALLAHASSEE, FLORIDA

VALIDATION ONLY

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CORPORATION(S) NAME

Jim's Restaurants, Inc.

RECEIVED  
95 FEB 12 PM 9:28  
DIVISION OF CORPORATION

EXPIRE Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment          | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign            | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Dissolution        | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation               | <input type="checkbox"/> Photo Copies       | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready    | <input type="checkbox"/> After 4:30                 |
| <input type="checkbox"/> Call If Problem           | <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Mail Out                   |
| <input type="checkbox"/> Will Wait                 | <input checked="" type="checkbox"/> Pick Up |   |

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**ARTICLES OF INCORPORATION**

**OF**

**JMP RESTAURANTS, INC.**

**ARTICLE I**

The name of the corporation is:

**JMP RESTAURANTS, INC.**

**ARTICLE II**

The principal office or mailing address of the corporation is:

**3048 Southwest 4th Avenue  
Fort Lauderdale, Florida 33315**

**ARTICLE III**

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE IV**

The maximum number of shares of capital stock that the corporation is authorized to issue is 7,500 shares of common stock at \$1.00 par value.

The holders of common stock shall have preemptive rights to purchase any shares of the corporation hereafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for purchase, or otherwise acquire such shares.

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CLERK OF DISTRICT COURT  
FORT LAUDERDALE, FLORIDA

**ARTICLE V**

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

JURGEN POEPPPEL  
3048 Southwest 4th Avenue  
Fort Lauderdale, Florida 33315

**ARTICLE VI**

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

BRUCE J. BENENFELD  
7800 W. Oakland Park Boulevard  
Suite 109  
Sunrise, Florida 33351

**ARTICLE VII**

The corporation shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE VIII**

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by Law.

**ARTICLE IX**

The Registered Agent of the corporation shall be **BRUCE J. BENENFELD, ESQUIRE**, whose registered office within this State is:

7800 W. Oakland Park Blvd.  
Suite #109  
Sunrise, Florida 33351

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 8<sup>th</sup> day of February, 1996.

Bruce J. Benenfeld  
BRUCE J. BENENFELD, ESQ.

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as Registered Agent for the above-named corporation, I hereby agree to accept the appointment.

Bruce J. Benenfeld  
BRUCE J. BENENFELD, ESQ.

STATE OF FLORIDA )  
COUNTY OF BROWARD ) SS

I HEREBY CERTIFY that BRUCE J. BENENFELD, this day acknowledged before me and that he executed the foregoing Articles of Incorporation, and I further certify that the said person making such acknowledgement to be the individual described in and who executed the said instrument. The person described herein is ( personally known to me or ( ) presented identification in the form of \_\_\_\_\_ and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said County and State, this 24 day of February, 1996.

Suzanne M. Ludwig  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:



SUZANNE M. LUDWIG  
MY COMMISSION # CC418210 EXPIRES  
November 2, 1998  
BONDED THRU TROY FAIN INSURANCE, INC.

Article.1

FILED  
96 FEB 12 AM 11:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA