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Law Offices
D. Justin Niles, P.A.

CROCKER SQUARE, SUITE 270
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(407) 888-0080
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February 15, 1996

VIA FEDERAL EXPRESS

Secretary of State
409 E. Gaines Street
Tallahassee, Florida 32399

200001716932
-02/16/96--01048--014
****122.50 ****122.50

Re: Filing Articles of Incorporation for 7001 Restaurant Corp.

Ladies and Gentleman:

Enclosed please find the above referenced document for filing with the Division of Corporations, along with our firm's check in the amount of \$122.50 for same.

Very truly yours,

Gail F. Tomlin
Gail F. Tomlin
Secretary for
D. Justin Niles

Enclosure
gft

SECRETARYOFSTATE.001

FILED
96 FEB 16 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SAB
2/20/96

**ARTICLES OF INCORPORATION
OF
7001 RESTAURANT CORP.**

FILED
96 FEB 16 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be:

7001 RESTAURANT CORP.

ARTICLE II.

PRINCIPAL OFFICE

The address of the principal office and the mailing address of the corporation shall be:

7001 North Federal Highway
Boca Raton, Florida 33487

ARTICLE III.

NATURE OF CORPORATE BUSINESS

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.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One (1) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V.

TERM OF EXISTENCE

This corporation is to exist perpotually.

ARTICLE VI.

PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII.

SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as an S-Corporation.

ARTICLE VIII.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida shall be:

CHRISTOPHER CIASULLI
7001 North Federal Highway
Boca Raton, Florida 33487

ARTICLE IX.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than two (2) Directors at any time.

ARTICLE X.

INITIAL DIRECTORS

The name and post office address of each member of the first Board of Directors is:

Name

Address

CHRISTOPHER CIASULLI

7001 North Federal Highway
Boca Raton, Florida 33487

DAVID ARONOW

7001 North Federal Highway
Boca Raton, Florida 33487

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE XI.

OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Name

Address

CHRISTOPHER CIASULLI,
President & Secretary

7001 North Federal Highway
Boca Raton, Florida 33487

ARTICLE XII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Incorporator

CHRISTOPHER CIASULLI

Address

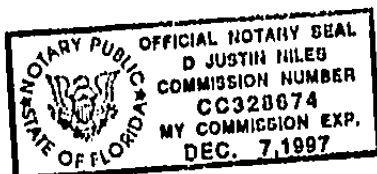
7001 North Federal Highway
Boca Raton, Florida 33487

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.


CHRISTOPHER CIASULLI (SEAL)

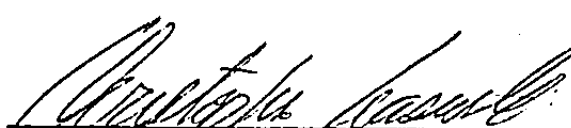
STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Before me this 14th day of February, 1996 personally appeared CHRISTOPHER CIASULLI who: [] is personally known to me or ~~has~~ has produced his drivers licenses as identification, who is the person described as an Incorporator in the foregoing Articles of Incorporation and who acknowledged before me that he executed said Articles of Incorporation.




D. JUSTIN NILES NOTARY PUBLIC

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.


CHRISTOPHER CIASULLI
Registered Agent

CORP\7001 RESTAURANT CORP.ART 02/14/96

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TALLAHASSEE, FLORIDA

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HUBERT B. SHENKIN
ATTORNEY AT LAW
BOCA PALM PROFESSIONAL PLAZA, SUITE 302
6971 NORTH FEDERAL HIGHWAY
BOCA RATON, FL 33487

TEL. (561)241-0179

Licensed in Colorado and Florida

November 1, 1996

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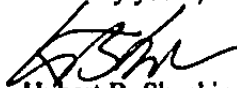
Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Fl. 32314

Gentlemen:

Enclosed please find original and one (1) copy of Articles of Amedment to Articles of Incorporation for filing from 7001 Restaurant Corp.. Also enclosed is a check in the amount of \$35.00 for the filing fee. Kindly stamp the copy as received and return in the enclosed self-addressed, stamped envelope.

Thank you.

Sincerely yours;



Hubert B. Shenkin, Esq.
HBS:ndp
Encl.

Amed

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
96 NOV -4 AM 8:56

NOV 6 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

7001 RESTAURANT CORP.

FILED STATE
DIVISION OF CORPORATION
96 NOV -4 AM 8:56

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

AMEND AS FOLLOWS:

ARTICLE VIII

DELETE: CHRISTOPHER CIASULLI
7001 North Federal Highway
Boca Raton, Florida 33487

ADD: DAVID ARONOW
7001 North Federal Highway
Boca Raton, Florida 33487

I hereby accept the appointment as registered agent. I am familiar with, and accept and agree to comply with the provisions of law applicable to said designation.


DAVID ARONOW

ARTICLE X

DELETE: CHRISTOPHER CIASULLI
7001 North Federal Highway
Boca Raton, Florida 33487

ADD: MICHAEL CIASULLI
7001 North Federal Highway
Boca Raton, Florida 33487

ARTICLE XI

DELETE: CHRISTOPHER CIASULLI
President & Secretary
7001 North Federal Highway
Boca Raton, Florida 33487

ARTICLE XI cont.

ADD: DAVID ARONOW
President & Secretary
7001 North Federal Highway
Boca Raton, Florida 33407

ADD: MICHAEL CIASULLI
Vice President
7001 North Federal Highway
Boca Raton, Florida 33407

SECOND:

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: July 19, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient or approval by _____
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 2 day of November, 1996.

Signature: _____

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title