

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-224-0171
904-224-0172 FAX

800-242-8086

200001732242



ACCOUNT NO. : 0721000000037
REFERENCE : 860916 86622A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : March 4, 1996

ORDER TIME : 3:21 PM

ORDER NO. : 860916

CUSTOMER NO: 86622A

200001732242
-03/05/96--01039--002
****122.50 ****122.50

CUSTOMER: Charlotte A. Healy, Esq
CHARLOTTE A. HEALY, ESQ

State of
164 N.e. 6th Avenue
Delray Beach, FL 33403

DOMESTIC FILING

NAME: BRAHANS RAW BAR & GRILL, INC.

EFFECTIVE DATE:

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: Dawn Chance

EXAMINER'S INITIALS:

T. BROWN MAR - 5 1996

FILED
96 MAR -5 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHARLOTTE A. HEALY, P.A.

ATTORNEY AT LAW

164 NE 6th Avenue, Suite A
Delray Beach, Florida 33483
Flo. (407) 265-4900 • Fax (407) 276-3409

February 29, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

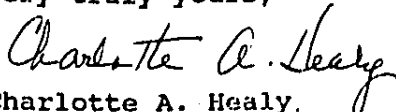
RE: BRAMANS RAW BAR & GRILL, Inc.

Ladies & Gentlemen:

I enclose an original and (1) copy of the Articles of Incorporation for the above corporation and my check in the amount of \$122.50. Please file these articles immediately upon receipt.

Corporation Information Services, Inc. is hereby authorized to deliver the aforesaid documents to you and you are hereby authorized to return to Corporation Information Services, Inc. for delivery to me the Certified Copy of said articles.

Very truly yours,


Charlotte A. Healy.

Enclosure

cc: Michael Fasano

ARTICLES OF INCORPORATION
OF
BRAMANS RAW BAR & GRILL, Inc.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I--NAME

The name of this corporation is BRAMANS RAW BAR & GRILL, Inc.

ARTICLE II--DURATION

This corporation shall have perpetual existence commencing on upon the filing of these Articles.

ARTICLE III--PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV--CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V--PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI--INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this private corporation is 164 NE 6th Avenue, Suite A, Delray Beach, Fl. 33483 and the name of the initial registered agent of this corporation at that address is Charlotte A. Healy.

ARTICLE VII--INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director. The name and address of the initial Board of Directors of the corporation is:

Michael J. Fasano
322 NE 8th Avenue
Delray Beach, Florida 33483

ARTICLE VIII--INCORPORATORS

The name and address of the Incorporator signing these articles is:
Michael J. Fasano, 322 NE 8th Avenue, Delray Beach, Florida, 33483.

ARTICLE IX--INDEMNIFICATION

The corporation shall indemnify any Officer of Director or any former officer or director, to the full extent permitted by law.

ARTICLE X--AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 28 day of February, 1996.

Michael J. Fasano

By Michael J. Fasano

STATE OF FLORIDA
COUNTY OF Palm Beach

The foregoing instrument, the Articles of Incorporation establishing BRAMANS RAW BAR & GRILL, Inc. was acknowledged before me this 28th day of February, 1996 by MICHAEL J. FASANO as Incorporator, who personally appeared.



CHARLOTTE A. HEALY
COMMISSION # CC 303651
EXPIRES JUL 29, 1997
Atlantic Bonding Co., Inc.
800-732-2245

Charlotte A. Healy
CHARLOTTE A. HEALY
Notary Public, State of Florida
Commission #CC 303651

Personally Known _____ OR Produced Identification. X
Type of Identification Produced Florida Drivers License


**CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

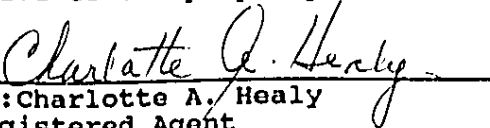
FIRST that BRAMANS RAW BAR & GRILL, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 322 NE 8th Avenue, Delray Beach, Fl. 33483, has named Charlotte A. Healy, located at 164 N.E. 6th Avenue, Suite A, Delray Beach, Fl. 33483, as its agent to accept service of process within Florida.

Dated: February 28th, 1996

Incorporator


Michael J. Fasano,

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


By: Charlotte A. Healy
Registered Agent

FILED
96 MAR -5 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA