

5/23/96

FLORIDA DIVISION OF CORPORATIONS

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MAMA'S GRILL & CAFETERIA, INC.

FAX AUDIT NUMBER: H96000007266

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DIVISION OF CORPORATIONS

96 MAY 23 AM 11:54

RECEIVED

ARTICLES OF INCORPORATION
OF

MAMA'S GRILL & CAFETERIA, INC.

THE UNDERSIGNED, acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation shall be:

MAMA'S GRILL & CAFETERIA, INC.

ARTICLE II

This corporation shall have perpetual existence, and its corporate existence shall commence at the time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE III

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

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is ONE HUNDRED (100) SHARES with a par value of FIVE AND NO/100 (\$5.00) DOLLARS each share.

MARCO DE LA CAL, P.A.
Florida Bar No. 314587
999 Ponce de Leon Boulevard
Suite 720
Coral Gables, FL 33134
Ph: (305) 444-3800

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ARTICLE V

The street address of this corporation's initial registered office is:

674 N.W. 134th Place
Miami, Florida 33182

and the name of its initial Registered Agent at such address is:

JOSUE RUBIO

ARTICLE VI

The number of directors constituting the initial Board of Directors shall be two (2) and the names and addresses of the persons who are to serve as members thereof are as follows:

ROLANDO RUBIO
674 N.W. 134th Place
Miami, Florida 33182

JOSUE RUBIO
674 N.W. 134th Place
Miami, Florida 33182

ARTICLE VII

The principal office and/or mailing address of the Corporation is as follows:

674 N.W. 134th Place
Miami, Florida 33182

ARTICLE VIII

The name and address of this corporation's incorporator is as follows:

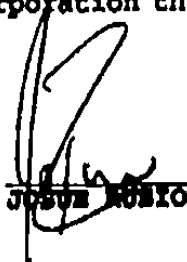
JOSUE RUBIO
674 N.W. 134th Place
Miami, Florida 33182

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ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 17 day of May, 1996.

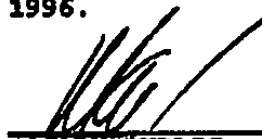


JOSUE RUBIO

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

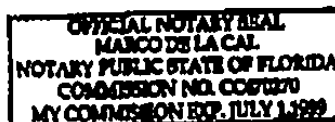
WE HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, JOSUE RUBIO, well known to be the person described in the foregoing Articles of Incorporation of MAMA'S GRILL & CAFETERIA, INC., and executed the same freely and voluntarily for the purposes therein expressed.

WITNESS our hands and official seals in Miami, Dade County, Florida, on this 17th day of May, 1996.



NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



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RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **MAMA'S GRILL & CAFETERIA, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Miami, Dade County, Florida, has named **JOSUE RUBIO**, located at 674 N.W. 134th Place, Miami, Florida 33182, as its agent to accept service of process within this state.



JOSUE RUBIO

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



JOSUE RUBIO

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