

P960000049/89
KIRKPATRICK & LOCKHART LLP

FILED

MIAMI CENTER - 30TH FLOOR
201 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131-2199

96 JUN -7 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TELEPHONE (305) 539-3300
FACSIMILE (305) 338-7095

JAN B. BLANK
(305) 539-3304
blankjb@kll.com

EFFECTIVE DATE
6-4-96

VIA FEDERAL EXPRESS

June 4, 1996

Secretary of State of Florida
Corporations Division
P O Box 6327
Tallahassee, Florida 32314

300001855973
-06/07/96--01069--016
***122.50 ***122.50

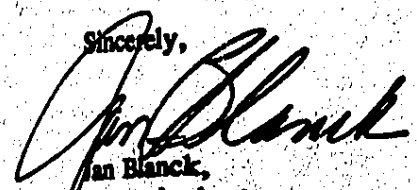
RE: Sizzling Food Concepts, Inc.

Ladies and Gentlemen:

Enclosed for filing with your offices are Articles of Incorporation, in duplicate, prepared on behalf of the above-referenced proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 in payment of the following incorporation fees:

Filing Fee	\$	35.00
Certified Copy		52.50
Registered Agent Fee		35.00
Total	\$	122.50

Please return the certified copy of this document to me. Thank you for your cooperation with this matter.

Sincerely,

Jan Blank,
Lawyer's Assistant to
Rosa Eckstein Schechter

PH 6/10/96

N11-101351.1

FILED

ARTICLES OF INCORPORATION

96 JUN -7 AM 11:09

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIZZLING FOOD CONCEPTS, INC.

EFFECTIVE DATE

6-4-96

Pursuant to Section 607.1007 of the Florida Business Corporation Act, the undersigned, acting as incorporator of Sizzling Food Concepts, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is Sizzling Food Concepts, Inc.

ARTICLE II

ADDRESS

The street address of this Corporation shall be c/o Kirkpatrick & Lockhart, 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131.

ARTICLE III

DURATION AND COMMENCEMENT OF EXISTENCE

The duration of the Corporation shall be perpetual, commencing on June 4, 1996.

ARTICLE IV

PURPOSE

The purpose of this Corporation shall be to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131 and the registered agent for the Corporation at that address shall be Rosa Eckstein Schechter.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of June, 1996.



Rosa Eckstein Schechter,
Incorporator

FILED

CERTIFICATE OF REGISTERED AGENT

96 JUN -7 AM 11:09

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIZZLING FOOD CONCEPTS, INC.

Having been named to accept service of process for **SIZZLING FOOD CONCEPTS, INC.**, at the place designated in the foregoing Articles of Incorporation, Rosa Eckstein Schechter agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATED: June 4, 1996



Rosa Eckstein Schechter