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BRUCE J. ROBBINS

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June 27, 1996

Transmitted by UPS Overnite Courier

Department of State  
Division of Corporation  
409 E. Gaines St.  
Tallahassee, FL 32399

900001879869  
-07/01/96--01001--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation  
J.F. STEAKS, INC.

Gentlemen:

Transmitted herewith for filing, please find Articles of Incorporation of the above named company.

Also enclosed please find my check to cover your filing and registration fees in the sum of \$70.

✓ Kindly forward to me a filing receipt evidencing the foregoing in the enclosed, self-addressed stamped envelope.

Encls.

Very truly yours,

  
BRUCE J. ROBBINS

DMC  
7/2/96

FILED  
96 JUL -1 AM10:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
J.F. STEAKS, INC.

FILED

96 JUL -1 AM 10:11

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE  
CORPORATE NAME/ADDRESS

The name of the corporation is J.F. STEAKS, /INC. The principal office address of the corporation is 17460 1st Street East, Redington Shores, Florida 33708.

ARTICLE TWO  
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE  
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the restaurant business and associated activities related thereto.

2. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets; to lend money to and use its credit to assist its officers and employees; to purchase, take, receive, subscribe for, otherwise acquire, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares or other interest in, or obligation of other domestic or foreign corporation, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any government, state, territory, district, or municipality or of any instrumentality thereof, to make contracts and guarantees and incur such liabilities, borrow money at such rates of interest the

corporation may determine, issue its notes, bonds or other obligations by mortgage or pledge of all or any of its property franchises and income; to lend money for its corporate purposes, and invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; to conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within and without this state; to elect or appoint officers and agents of the corporation and define their duties and fix their compensation; to make and alter By-Laws not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration and regulation of corporations.

3. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

4. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### ARTICLE FOUR CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is ten thousand (10,000) shares. Such shares shall be of a single class and shall have a par value of (One and No/100) Dollar (\$1.00) per share.

#### ARTICLE FIVE REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 17460 1st Street East, Redington Shores,, Pinellas County, Florida; and the name of its initial registered agent at such address is Johanna Fath-Reymann.

#### ARTICLE SIX DIRECTORS

The number of directors constituting the initial Board of

Directors of the corporation is (1) one. The name and address of each person who is to serve as a member of the initial Board of Directors is:

Name:

Address:

Johanna Fath-Reymann

17460 1st Street East  
Redington Shores, FL 33708

ARTICLE SEVEN  
INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:


Name:

Address:

Johanna Fath-Reymann

17460 1st Street East  
Redington Shores, FL 33708

EXECUTED by the undersigned at Redington Shores, Pinellas County, Florida, on June 26, 1996.

  
Johanna Fath-Reymann, Incorporator

ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

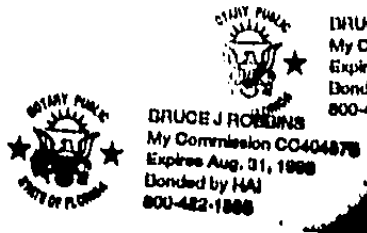
Having been named to accept service of process for the above-stated corporation, at the place designated hereinabove, I hereby agree to act in this capacity; and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

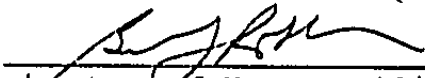
DATED: this 26th day of June, 1996.

  
Registered Agent

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 26th day of June 1996, by Johanna Fath-Reymann, who is personally known to me, or has produced as proof of identity \_\_\_\_\_, and who did take an oath.



  
signature of Notary public

printed name of Notary public  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE  
COMMISSION NUMBER: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

PREPARED BY:  
BRUCE J. ROBBINS, ESQ.  
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Clearwater, FL 34621