

P96000074213

August 27, 1996

Division of Corporations
PO Box 6327
Tallahassee, Fla 32314

RE: DUVAL STREET STEAKHOUSE, INC.

Please record the enclosed Articles of Incorporation for DUVAL STREET STEAKHOUSE, INC along with the Certificate. Check in the amount of \$122.50 is enclosed.

Please return copy to

MICHELLE I. CATES
507 Whitehead Street
Key West, Fla 33040

700001937917
-09/04/96--01050--008
****122.50 ****122.50

If you have any questions please call (305) 294-3225

Your timely assistance is appreciated.

Sincerely,

Michelle I. Cates

Michelle I. Cates

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PMC 9.6.96

FILED
56 SEP -3 PM 3:16
TALLAHASSEE, FLORIDA

FILED
95 SEP -3 PM 3:16

ARTICLES OF INCORPORATION
OF
DUVAL STREET STEAKHOUSE, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

DUVAL STREET STEAKHOUSE, INC.

The principal place of business of this corporation shall be 712 DUVAL STREET, 2ND FLOOR, KEY WEST, FLORIDA 33040.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock have \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 507 Whitehead Street, Key West Florida, 33040 and the name of the initial registered agent of the corporation at that address is Michelle I. Cates.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI OFFICERS AND DIRECTORS

This corporation shall have one officer and one director initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation or until a successor is elected or appointed is:

Linda M. Miller, President, Secretary, Treasurer
712 Duval Street 2nd Floor, Key West, Florida, 33040

ARTICLE VII INCORPORATOR

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

Michelle I. Cates
507 Whitehead St
Key West, Florida 33040

ARTICLE VIII INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 27th day of August, 1996.

DUVAL STREET STEAKHOUSE, INC.

By: Michelle I. Cates
Michelle I. Cates

STATE OF FLORIDA
COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 27 day of August 27, 1996 by Michelle I. Cates personally known to me who did not take on oath.

Joyce A. Pivec
NOTARY PUBLIC,
STATE OF FLORIDA
My commission expires



JOYCE A. PIVEC
MY COMMISSION #00384479 EXPIRES
August 14, 1998
BONOLD THRU TROY FAIR INSURANCE, INC.

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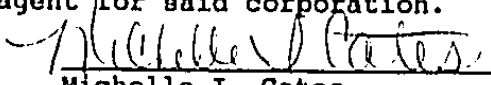
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHO PROCESS MAY BE SERVED**

Pursuant to Chapter 48, Florida statutes, the following is submitted in compliance with said statute:

That DUVAL STREET STEAKHOUSE, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 712 Duval Street, 2nd Floor, Key West, Monroe County, Florida, has named Michelle I. Cates, located at 507 Whitehead Street, Key West, Monroe County, State of Florida, 33040, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Michelle I. Cates
Registered Agent