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**Martin B. Farber**

ATTORNEY AND COUNSELOR AT LAW

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November 25, 1996

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

800002017678--2  
-12/03/96-01055--120  
\*\*\*131.25 \*\*\*131.25

Subject: CCI of Merritt Island, Inc.

Dear Sir or Madam:

Enclosed is the original and two (2) copies of the articles of incorporation for the above named corporation, and a check in the amount of \$131.25, for the filing fee, certified copy and certificate for the corporation.

Please contact the undersigned if any additional information is required for the incorporation of this corporation.

Please send the certified copy and the certificate for each corporation to:

Martin B. Farber  
5820 Main Street  
Williamsville, New York 14221  
716-633-7300

Thank you for your cooperation.

Very truly yours,

*M. B. Farber*  
Martin B. Farber

FILED  
96 DEC -2 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96-20140.146

12.5.96  
KR

ARTICLES OF INCORPORATION  
OF  
CCI OF MERRITT ISLAND, INC.

FILED  
96 DEC -2 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: CCI OF MERRITT ISLAND, INC.

The address of the principal office of this corporation shall be: 4225 Genesee Street, Buffalo, New York 14225, and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

The business activities of this corporation are limited to the development and operation of one or more T.G.I. Friday's Restaurants.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock. Any transfer or conveyance of shares in this corporation is limited by Sections 14.02 and 14.03 of a Franchise Agreement with TGI Friday's Inc., a New York corporation.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be: 2499 Glades Road, Suite 106, Boca Raton, Florida 33431, and the name of the initial registered agent of the corporation at that address is Nat Siegel.

**ARTICLE V - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI - INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is James Cosentino, 4225 Genesee Street, Buffalo, New York 14225.

**ARTICLE VII - COMMENCEMENT OF CORPORATE EXISTENCE**

The corporation shall commence corporate existence on the day and year when these Articles are filed.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 26th day of November, 1996.

  
JAMES A. COSENTINO

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**

**IN ARTICLES OF INCORPORATION**

NAT SIEGEL, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
NAT SIEGEL

FILED  
96 DEC -2 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA