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BRUCE S. KAUFMAN

LAW OFFICER

ELDER LAW
WILLS, TRUSTS, PROBATE
REAL PROPERTY LAW
PERSONAL INJURY TO ELDER

MEMBER OF NATIONAL ACADEMY
OF ELDER LAW ATTORNEYS

MEMBER FLORIDA & NEW YORK BARS
400 WEST GRANADA BOULEVARD
ORLANDO BEACH, FLORIDA 32174

PHONE (004) 072-1084
FAX (004) 072-0841

December 3, 1996

BY AIRBORNE EXPRESS

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

Re: Beachside Steakhouse, Inc.
(Michael Dann, Incorporator)

600002019576--B
-12/04/96--01080--015
****122.50 ****122.50

Gentlemen:

Please file the enclosed Articles of Incorporation and forward the charter to this office.

Our check for \$122.50 is enclosed in payment of the filing fee. Thank you for your courtesies in this matter.

Very truly yours,

Bruce S. Kaufman

Bruce S. Kaufman

BK/lf

Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC -4 PM 12:53

File/1996

EFFECTIVE DATE

12/3/96

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
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ARTICLE I - NAME

The name of this corporation is: BEACHSIDE STEAKHOUSE, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 500 shares of One (\$1.00) Dollar par value common stock.

ARTICLE IV - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

2324 S. Atlantic Ave.
Daytona Beach Shores, FL 32118

ARTICLE V - INITIAL BOARD OF DIRECTORS

The initial board of directors of the corporation shall be elected by the Incorporator at the first meeting of the Incorporator.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles is:

MICHAEL DANN
2324 S. Atlantic Ave.
Daytona Beach Shores, FL 32118

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the shareholders and except to the extent limited by the shareholders, in the board of directors.

ARTICLE VIII - DURATION

The existence of this corporation shall commence on the date of subscription and acknowledgement of these Articles, and shall be perpetual.

ARTICLE IX - REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation and the name of the registered agent of this corporation at such address are as follows:

MICHAEL DANN
2324 S. Atlantic Ave.
Daytona Beach Shores, FL 32110

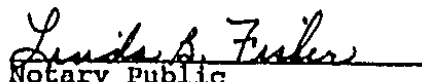
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IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this December 3, 1996.


MICHAEL DANN
Incorporator

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

Sworn to and subscribed before me this 3rd day of December, 1996,
by MICHAEL DANN, who is personally known to me.


Notary Public
State of Florida
Commission Expiration Date:



LINDA B. FISHER
MY COMMISSION # CC371804 EXPIRES
May 17, 1998
BOKED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

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


MICHAEL DANN
Registered Agent