1000005398 J. D. SKIP BARDFELD, P.A.

TELE: (954) 523-3888 FAX: (954) 767-0011 428 N.E. 3rd Avenue Ft. Lauderdale, FL 33301

A STANDARD CONDONATION AS CONTONATION

via Federal Express

January 16, 1997

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ATTN.: BARBARA

ATTORNEY'S TITLE INSURANCE FUND

660 East Jefferson Street, Suite 200

Tallahassee, Florida 32301

RE:

Incorporation of HARD EARNED MONEY, INC.

Reference:

Rhonda Hollander

Membership #: 18291

Dear Barbara:

Enclosed please find the Articles of Incorporation for the above referenced matter together with a check made payable to the Secretary of State in the amount of \$70.00 for the filing fee and a Certificate of Filing.

My clients are in a rush to have this done and I would appreciate it if you would please hand deliver this to the Secretary of State and provide us with a faxed confirmation of the filing of the Articles of Incorporation and mail the original to my office.

Thank you for your cooperation in this matter. If you have any questions, please do not hesitate contacting me.

Very truly yours,

RHONDA HOLLANDER, ESQ.

RH/kg

Enclosures

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DIVISION FOR YOU STATE OF STAT

ARTICLES OF INCORPORATION

OF

HARD EARNED MONEY, INC.

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

ARTICLE I: NAME

The name of the Corporation is. HARD EARNED MONEY, INC.

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida. The purpose is for Restaurant.

ARTICLE IV: SUBCHAPTER S CORPORATION

The corporation elects to be organized as a Subchapter S Corporation in accordance with Internal Revenue Service designation.

ARTICLE V: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation will be One Hundred (100) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the Corporation will be Rhonda Hollander, P.A., 1861 North Federal Highway, #191, Hollywood, Florida 33020. The initial street address of the principal office of the Corporation will be HARD EARNED MONEY, INC., 4815 Southwest 20th Street, Fort Lauderdale, Florida 33317, from time to time the corporation may move the principal office to any other address.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The Corporation will have two directors. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the persons who are to serve as a member of the initial Board of Directors is:

President/Secretary:

Vice President/Treasurer

Scott Bradley 481.5 Southwest 20th Street

4815 Southwest 20th Street Fort Lauderdale, Florida 33317 Anthony Gaudio 3513 Northwest 33rd Court Lauderdale Lakes, Florida 33309

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Rhonda Hollander, Esq. 1861 N. Federal Highway, #191, Hollywood, Florida 33020.

ARTICLE IX: AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles

of Incorporation on this 16th day of January, 1997.

INCORPORATOR

STATE OF FLORIDA

) SS

COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Rhonda Hollander, Esq. as Incorporator, known to me and known to be the person who executed the following Articles of Incorporation who did not take an oath.

MY COMMISSION EXPIRES:

KATHLEEN MCANALLY GAVIEY
MY COMMISSION # CC 201898
EXPIRES: March 27, 1997
Bondid Thru Noticy Public Underwriter

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

HARD EARNED MONEY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named Rhonda Hollander, P.A. as its agent to accept service of process within this State.

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ACKNOWLEDGMENT:

Having been named as registered agent of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.

REGISTERED AGENT