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FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, ACCT#: 076077000521
CONTACT: SUSAN OSBORNE
PHONE: (954)761-2910 FAX #: (954)764-4996

NAME: VICTORIANNE'S GRILL, INC.
AUDIT NUMBER.....H97000006719
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

OF

VICTORIANNE'S GRILL, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

Victorianne's Grill, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address and the principal office of this Corporation is 2415 Riverlane Terrace, Ft. Lauderdale, Florida, 33312.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 1,000,000 shares of Common Stock, par value \$.001 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 2415 Riverlane Terrace, Ft. Lauderdale, Florida, 33312, and the initial registered agent of this Corporation at that address shall be John David Toole, III.

Prepared by: Scott H. Margol, Esq., FL Bar #0522848
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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ARTICLE V
INCORPORATOR

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

John David Toole, III
2415 Riverlane Terrace
Ft. Lauderdale, Florida 33312

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 24th day of
April, 1997.


John David Toole, III, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of
Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that
he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida
Business Corporation Act, including specifically Section 607.0505.


John David Toole, III, Registered Agent

Prepared by: Scott H. Margol, Esq., FL Bar #0522848
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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