

P97000039874

5/05/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:19 PM

((H97000007352 2))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839

ACCT#: 071001002335

FAX #: (305) 716-0346

NAME: RODEO TEXAS BARBEQUE GRILL, INC.

AUDIT NUMBER.....H97000007352

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

FILED
97 MAY -5 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600 005197

H97000007352

ARTICLES OF INCORPORATION
OF
RODEO TEXAS BARBECUE GRILL, INC.

FILED
97 MAY -5 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to organize a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Florida, hereby certifies as follows:

ARTICLE I

Name

The name of this corporation is Rodeo Texas Barbecue Grill, Inc. and its address is 901 Ponce de Leon Blvd. 10th Floor, Coral Gables, FL 33134.

ARTICLE II

Purpose

The general nature of the business shall be as follows, to wit:

(a) To engage in the business of operation a restaurant and food purveying establishment for the general public and related services.

(b) To buy sell and deal in and exchange shares of its own capital stock.

(c) To invest the funds of the corporation in real estate, mortgages, stock, bonds, or any other type of investment, and to own real and personal property necessary for the conducting its business.

(d) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof necessary or incidental to the protection and benefit of the corporation, and in general, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purpose or the attainment of the objects or furtherance of such purposes or objects of the corporation.

(e) Without limiting the generality of any of the forgoing language, the corporation shall have all of the powers which are now or which may hereafter be conferred upon corporation by the law of the State of Florida.

Prepared by: Robert E. Venney
901 Ponce de Leon Blvd. 10th Floor
Coral Gables, FL 33134 (305) 441-8900
FBN 083543

ARTICLE III

Stock

The maximum number of shares of stock which the corporation is authorized to have outstanding at any time is One Thousand (1,000) Shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

Existence

The corporation shall have perpetual existence.

ARTICLE V

Initial Registered Office and Agent

The name of the initial registered agent of the corporation is Robert E. Venney and the street address of the initial registered office of the corporation is 901 Ponce de Leon Blvd. 10th Floor, Coral Gables, FL 33134.

ARTICLE VI

Initial Directors

The name and street address of the first member of the Board of Directors is:

Name

Street Address

Victor Balsum

901 Ponce de Leon Blvd.
10th Floor
Coral Gables, FL 33134

The aforesaid Director shall hold his respective office until the first Annual Meeting of the Shareholders or until his successor is elected and has qualified.

ARTICLE VIII

Incorporator

H97000007352

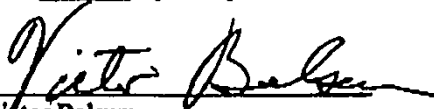
The name of person signing these Articles of Incorporation is Victor Balsum, 901 Ponce de Leon Blvd. 10th Floor, Coral Gables, FL 33134.

ARTICLE X

Indemnification

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

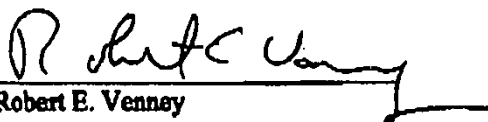
IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 30 day of April 1997.


Victor Balsum

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept the service of process for the above stated corporation, that the place designated in Article V of the Articles of Incorporation, the undersigned hereby agrees to comply with the provisions of all Statutes relative the proper and complete discharge of his duties.

Dated this 30 day of April 1997


Robert E. Venney

FILED
97 MAY -5 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA