



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 406278 6475A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 70

ORDER DATE : May 28, 1997

ORDER TIME : 9:33 AM

ORDER NO. : 406278-005

CUSTOMER NO: 6475A

400002193254--2

CUSTOMER: Adele I. Stone, Esq
ATKINSON DINER STONE &
MANKUTA, P.A.
P. O. Drawer 2088

Hollywood, FL 33022-2088

DOMESTIC FILING

NAME: CARMINE'S OCEAN GRILL INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
MAY 29 1997
TALLAHASSEE, FLORIDA

1 MAY 29 1997

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ARTICLES OF INCORPORATION

OF

CARMINE'S OCEAN GRILL INC.

7/11/11 2:37 PM
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is CARMINE'S OCEAN GRILL INC.

ARTICLE II

MAILING ADDRESS

The mailing address of this corporation is: 2401 PGA Boulevard, Palm Beach Gardens, Florida 33410.

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation by the Department of State.

ARTICLE IV

PURPOSE

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

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI

VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 1946 Tyler Street, Hollywood, Florida 33020, and the name of the initial registered agent of this corporation at that address is ADELE I. STONE, ESQUIRE.

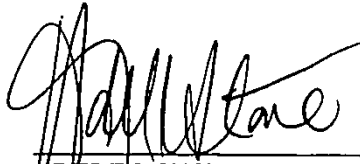
ARTICLE X

INCORPORATOR

The name and address of the Incorporator is:

ADELE I. STONE, ESQUIRE
Atkinson, Diner Stone & Mankuta, P.A.
1946 Tyler Street
Hollywood, Florida 33020

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on
this 27th day of May 1997.

A handwritten signature in cursive script, appearing to read 'Adele I. Stone', written over a horizontal line.

ADELE I. STONE, ESQUIRE
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

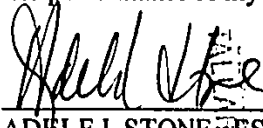
FIRST - - That CARMINE'S OCEAN GRILL INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2401 PGA Boulevard, City of Palm Beach Gardens, State of Florida, has named ADELE I. STONE, ESQUIRE, located at 1946 Tyler Street, City of Hollywood, State of Florida, as its agent to accept service of process within the State of Florida.

SIGNATURE: 
ADELE I. STONE, ESQUIRE

TITLE: Incorporator

DATE: 5/27/97

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE: 
ADELE I. STONE, ESQUIRE
Registered Agent

DATE: 5/27/97

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FILED
MAY 28 11:36
HOLLYWOOD, FLORIDA