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July 17, 1997

**FEDERAL EXPRESS**

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-07/18/97--01106--014  
\*\*\*122.50 \*\*\*122.50

Secretary of State  
Division of Corporations  
New Filings Section  
409 East Gaines Street  
Tallahassee, Florida 32301

RE: H & T Restaurant, Inc.

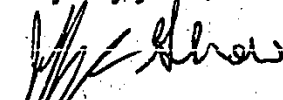
Gentlemen:

With reference to the above matter enclosed please find two (2) signed original Articles of Incorporation for H & T Restaurant, Inc. along with my check in the amount of \$122.50 to cover the various filing fees.

Once the Articles of Incorporation have been recorded please return same to me via Federal Express using the airbill enclosed for your convenience.

Should you have any questions in this regard please do not hesitate to contact me.

Very truly yours,

  
Jeffrey S. Gerow

Enclosure:

FILED  
97 JUL 18 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97-21-97

ARTICLES OF INCORPORATION  
OF  
H & T RESTAURANT, INC.

FILED  
97 JUL 18 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

**ARTICLE I**

The name of the corporation is: H & T RESTAURANT, INC.

**ARTICLE II**

The period of its duration is perpetual.

**ARTICLE III**

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

**ARTICLE IV**

The Corporation shall have the authority to issue 1,000 shares of common stock, all of one class, at one dollar par value.

**ARTICLE V**

The address of the initial registered office of the corporation is 9640 South Lake Drive, Boca Raton, Florida 33434 and the name of its registered agent at said address is Arthur Sarkisian. The initial address for the corporation shall be 9640 South Lake Drive, Boca Raton, Florida 33434.

**ARTICLE VI**

The number of directors constituting its initial board of directors is one (1), whose name and address is:

Tagvor Sarkisian  
9640 South Lake Drive  
Boca Raton, Florida 33434

#### **ARTICLE VII**

The name and address of the incorporator is:

Tagvor Sarkisian  
9640 South Lake Drive  
Boca Raton, Florida 33434

#### **ARTICLE VIII**

Preemptive rights shall be as follows:

The shareholders shall have the preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of stock as may be issued from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of common stock currently authorized and issued.

#### **ARTICLE IX**

Unless otherwise provided in the corporation's Bylaws, no shares of the capital stock of this corporation may be transferred without the prior approval of the corporation's Board of Directors.

#### **ARTICLE X**

The corporation shall indemnify its officers, directors and authorized agents for all

liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

IN WITNESS WHEREOF, I have subscribed my name this 17 day of July, 1997.

Tagvor Sarkisian  
Tagvor Sarkisian

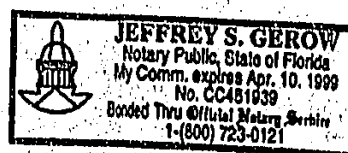
STATE OF FLORIDA )

COUNTY OF PALM BEACH )

BEFORE ME, the undersigned authority, personally appeared TAGVOR SARKISIAN, who to me is well known to be the person described in and who subscribed the above articles of incorporation and produced Florida Drivers License as identification and freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Boca Raton in said county and state this 17<sup>th</sup> day of July, 1997.

Jeffrey S. Gerow  
PRINTED NAME: Jeffrey S. Gerow  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:



ACKNOWLEDGEMENT

Having been named to accept service of process for this corporation, at the place designated in Article V, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

  
ARTHUR SARKISIAN

FILED  
97 JUL 18 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA