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ACCOUNT NO. : 072100000032

REFERENCE : 519606

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE: September 5, 1997

ORDER TIME : 2:19 PM

ORDER NO. : 519606-005

CUSTOMER NO:

5674A

800002286448--4

CUSTOMER: Carla Wellborn, Legal Asst

KIMPTON BURKE & WHITE

Suite 100

28059 U.s. Highway 19, North

Clearwater, FL 34621

DOMESTIC FILING

NAME:

ATHENIAN GRILL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

97 SEP -5 AM 9: 40

ARTICLES OF INCORPORATION LANGUES OF

ATHENIAN GRILL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ATHENIAN GRILL, INC.

The address of the principal office of this corporation shall be 1351 Main Street, Dunedin, Florida 34698, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 28059 U.S. Highway 19 North, Clearwater, Florida 34621, and the name of the initial registered agent of the corporation at that address is Robert C. Burke Jr.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISON

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE VII. INDEMNIFICATION

The corporation may indemnify any officer, director, employee, or agent or any officer, director, employee, or agent to the extent permitted by law.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 5, 1997.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

CLD/rww

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is:	ATHENIAN GRILL, INC.	
2.	The name and address of the regists	ered agent and office is:	70 9
	ROBERT	r C. BURKE, JR. (Name)	SER -S
		WAY 19 NORTH, SUITE 100 x not acceptable)	祖9.4
		ER. FLORIDA 34621 ty/State/Zip)	DA.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, i hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Signature)