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July 27, 1997

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -5 PM 3:06

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Dear Sir,

Enclosed are the Articles of incorporation for the new corporation:

American Grill & Bakery, Inc..

along with a check of \$ 122.50 to cover the filing fees associated with the filing of this corporation.

If there are any questions concerning the above, I can be reached at (941) 597 3938.

Thank you for your prompt attention in this matter.

Sincerely,

Julio Estremera

Julio Estremera

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**ARTICLES OF INCORPORATION
OF
American Grill & Bakery, Inc..**

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DIVISION OF CORPORATIONS
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ARTICLE I

The name of this corporation shall be
American Grill & Bakery, Inc.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the
United States and or this State.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have
outstanding at any one time shall be as follows:

Three thousand (3,000) shares of common stock of \$ 1.00 par value per share.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be
\$ 3,000.00.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The post office address of the principal office of the corporation shall be 10220 Boca Ave.
N. Naples, Florida 34109. The Registered agent at that address is Julio Estremera..

American Grill & Bakery, Inc..

ARTICLE VII

The business of the corporation shall be conducted by a Board of Directors of not less than two nor more than six directors.

ARTICLE VIII

The names and post office addresses of the first Board of Directors, who shall hold office for the first year of the corporation existence or until their successors are elected and have qualified, are as follows:

Name	Address
Julio Estremera	10220 Boca Ave. N. Naples, Florida 34109
Magaly Zoe Estremera	10220 Boca Ave. N. Naples, Florida 34109

ARTICLE IX

The name and post office address of each subscriber of these Articles of Incorporation is as follows:

NAME	ADDRESS
Julio Estremera	10220 Boca Ave. N. Naples, Florida 33962
Magaly Zoe Estremera	10220 Boca Ave. N. Naples, Florida 33962

American Grill & Bakery, Inc.

ARTICLE X

The bylaws of this corporation shall be adopted by the Board of Directors.
American Grill & Bakery, Inc..

IN WITNESS WHEREOF, the subscribers have affixed their signatures this

3rd day ~~July~~
~~Sept.~~ 1997

Julio Estremera
Julio Estremera

Magaly Estremera
Magaly Zoe Estremera

STATE OF FLORIDA

COUNTY OF COLLIER

Before me, the undersigned authority, personally appeared Julio Estremera and Magaly Zoe Estremera, who, after being duly sworn, acknowledged that they executed the foregoing Articles of Incorporation for the purposes therein expressed.

Dated at Naples, County of Collier, and the State of Florida on this 3rd
day of ~~July~~
~~Sept.~~ 1997

Richard J. Koenigsnecht
Notary Public



My commission expires: _____

State of Florida at large
RICHARD J KOENIGSKNECHT
My Commission CC396660
Expires Aug. 09, 1998
Bonded by ANB
800-852-5878

July 24, 1997

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -5 PM 3:06

RE: REGISTERED AGENT FOR American Grill & Bakery, Inc.

Dear sir,

Registered agent for the following Corporation:

American Grill & Bakery, Inc..

I acknowledge and accept the responsibilities of the registered agent for the corporation and will abide by all the rules and regulations of this position for the corporations.

My registered address is as follows:

Julio Estremera
10220 Boca Ave. N.
Naples, Florida 34109

Thank you for attention in this matter.

Sincerely,



Julio Estremera