

P97000082321



ACCOUNT NO. : 072100000032

REFERENCE : 539405 118462A

AUTHORIZATION :

COST LIMIT :

Patricia Poynt
\$ 70.00

ORDER DATE : September 23, 1997

ORDER TIME : 9:45 AM

ORDER NO. : 539405-005

CUSTOMER NO: 118462A

500002301245--8

CUSTOMER: David T. Azrin, Esq
DAVID T. AZRIN, P.A.

Suite 2550
44 West Flagler Street
Miami, FL 33130

DOMESTIC FILING

NAME: GOURMET CAJUN GRILL FRANCHISE
CORPORATION

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: Jeanine Glisar

EXAMINER'S INITIALS:

FILED
97 SEP 23 PM 1:31
TALLAHASSEE, FLORIDA
97 SEP 23 AM 11:45
BUREAU OF COMMERCE

SN SEP 23 1997

ARTICLES OF INCORPORATION
OF GOURMET CAJUN GRILL FRANCHISE CORPORATION

FILED
97 SEP 23 PM 1:31
SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do(es) hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be:

GOURMET CAJUN GRILL FRANCHISE CORPORATION

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

8181 N.W. 36th Street
Suite #27
Miami, Florida 33166

ARTICLE II
NATURE OF CORPORATE BUSINESS

The corporation may engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way, The duration of the Corporation is perpetual.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is One Hundred (100) shares of common stock. Such shares shall be of a single class, and shall have a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The Corporation's initial registered agent and registered office in the State of Florida shall be:

DAVID T. AZRIN, ESQUIRE
The Law Office of David T. Azrin, P.A.
44 West Flagler Street
Suite 2550
Miami, Florida 33130
Telephone: (305) 577-0309
Facsimile: (305) 577-0329

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the stockholders. However, the Corporation shall have no less than one (1) Director at any time.

<u>NAME</u>	<u>ADDRESS</u>	<u>Number of shares</u>
Siu Fung Tang	8181 N.W. 36th Street, Suite #27, Miami, Florida 33166	35
Kevin S. Tang	8181 N.W. 36th Street, Suite #27, Miami, Florida 33166	35
Richard Lin	8181 N.W. 36th Street, Suite #27, Miami, Florida 33166	30

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation or until a successor is elected.

ARTICLE VII
INCORPORATORS

The name and address for each Incorporator executing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
DAVID T. AZRIN	The Law Office of David T. Azrin, P.A. 44 West Flagler Street Suite 2550 Miami, Florida 33130 Telephone: (305) 577-0309 Facsimile: (305) 577-0329

ARTICLE VIII
AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment to them, and any right referred upon the Shareholders is subject to this reservation.

ARTICLE IX
COMMENCEMENT DATE

Corporate existence will commence upon the issuance of the Certificate of Incorporation.

THE UNDERSIGNED INCORPORATORS, for the purpose of forming a corporation to do business within the State of Florida, does make and files these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

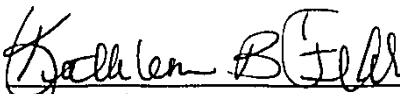


David T. Azrin

STATE OF FLORIDA)
)
COUNTY OF DADE)

Before me personally appeared DAVID T. AZRIN to me well known to be the person described in and who executed the foregoing Articles of Incorporation acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid this 22nd day of September, 1997.



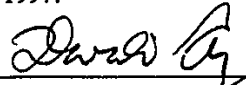
Notary Public
Print Name: _____

MY COMMISSION  **EXPIRES**
KATHLEEN B. FERR
My Commission CC485874
Expires Aug. 03, 1999
Bonded by HAI
800-422-1555

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of X., which is contained in the foregoing Articles of Incorporation.

DATED this 22nd day of September, 1997.



DAVID T. AZRIN
REGISTERED AGENT

This Document was prepared by:
David T. Azrin, Esq.
The Law Office of David T. Azrin, P.A.
44 West Flagler Street
Suite 2550
Miami, Florida 33130
Telephone: (305) 577-0309
Facsimile: (305) 577-0329

FILED
97 SEP 23 PM 1:31
TALLAHASSEE, FLORIDA