

SENT BY: RUDEN MCCLOSKEY

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10/06/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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NAME: RESTAURANT'S OF TALLAHASSEE, INC.

AUDIT NUMBER.....H97000016540

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

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ARTICLES OF INCORPORATION
OF
RESTAURANT'S OF TALLAHASSEE, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

RESTAURANT'S OF TALLAHASSEE, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is 3270 Mahan Drive, Tallahassee, Florida 32308.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, per value \$.01 per share.

Prepared by:

Michael H. Krul, Esq., FL Bar #0196954
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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ARTICLE IV**ADDRESS OF REGISTERED OFFICE IN THIS STATE**

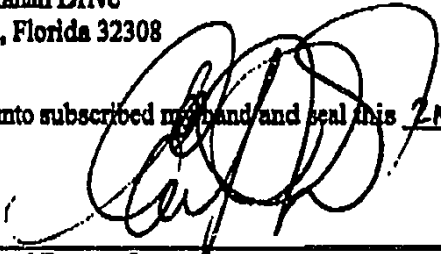
The street address of the initial registered office of this Corporation in the State of Florida is 3270 Mahan Drive, Tallahassee, Florida 32308 and the initial registered agent of this Corporation at that address shall be Errol Panton.

ARTICLE V**INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is: _____

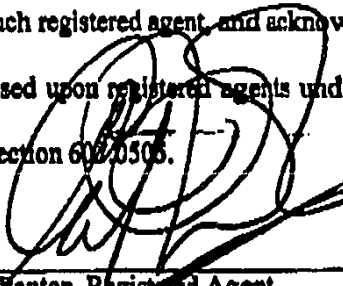
Errol Panton
3270 Mahan Drive
Tallahassee, Florida 32308

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 2nd day of October, 1997.



Errol Panton, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 602.0505.



Errol Panton, Registered Agent

Prepared by:

Michael H. Krul, Esq., FL Bar # 80954
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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