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M.A. Faichney & Associates, P.A.
11380 PROSPERITY FARMS RD., # 112
PALM BEACH GARDENS, FLORIDA 33410

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV -3 AM 9:23

October 31, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

4000002336984-1-2
-11/03/97--01166--005
*****70.00 *****70.00

Dear Sir:

Enclosed please find check in the amount of \$70.00 to cover the fee for the Articles of Incorporation for **SUNSHINE STATE RESTAURANT CONCEPTS, INC.** Also note that we are waiving the Certified Copy for the above-mentioned corporation.

Please send the proper documents to my office at the address listed above.

Thank you.

Yours Truly,



Michele Smith

MAF:mas

Enclosure

Telephone (561) 691-1100 Facsimile (561) 626-3040

EP
11-4-97

ARTICLES OF INCORPORATION
OF
SUNSHINE STATE RESTAURANT CONCEPTS, INC.

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ARTICLE I
NAME

The name of the corporation is: **SUNSHINE STATE RESTAURANT CONCEPTS, INC.**

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the registered office and the principal place of business is: **2235 SEACREST BLVD., DELRAY BEACH, FL 33444** and the initial registered agent(s) of this corporation at that address is: **2235 SEACREST BLVD., DELRAY BEACH, FL 33444**

ARTICLE V
BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
JAMES HAGER	2235 SEACREST BLVD. DELRAY BEACH, FL 33444

ARTICLE VI
CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VII
INCORPORATORS

The name and address of the person signing these Article of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
JAMES HAGER	2235 SEACREST BLVD. DELRAY BEACH, FL 33444

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ARTICLE VIII
POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX
MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone provided by law.

ARTICLE X
ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The director(s) of this corporation may take action by written consent.

ARTICLE XI
INDEMNIFICATION

The corporation shall indemnify any officer of director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Article, or any amendments hereto, any right conferred upon the shareholders is subject to this reservation.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted: **SUNSHINE STATE RESTAURANT CONCEPTS, INC.** desiring to organize under the laws of the State of Florida, with its principal place of business: **2235 SEACREST BLVD., DELRAY BEACH, FL 33444** has named: **JAMES HAGER** located at: **2235 SEACREST BLVD., DELRAY BEACH, FL 33444** as its agent to accept service of process within Florida.


JAMES HAGER Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I, HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

10/31/97
Date


Agent-JAMES HAGER