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LAW OFFICES OF  
JOSEPH D. LORENZ  
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Board Certified:  
Marital and Family Law  
Certified Family Mediator  
Certified Circuit Mediator

November 13, 1997

File No. 97-1293

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

100002348391--9  
-11/17/97--01039--006  
\*\*\*\*122.50 \*\*\*\*122.50

RE: **ARTICLES OF INCORPORATION OF  
LOS RANCHEROS OF FWB, INC.**

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation of Los Rancheros of FWB, Inc. together with a check in the amount of \$122.50.

Please return a certified copy of the Articles of Incorporation to our office. Should you have any questions, please do not hesitate to contact our office.

With kindest regards, I remain

Sincerely,

JOSEPH D. LORENZ  
JDL:irm

Enclosures: Articles of Incorporation (0 & 1 cc)  
Check in the amount of \$122.50

FILED  
97 NOV 17 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

11-12-97

C:\WPDOCS\WK\CHAVEZ\LTR.SOS

97-11-19-97

**ARTICLES OF INCORPORATION  
OF  
LOS RANCHEROS OF FWB, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of this corporation shall be Los Rancheros of FWB, Inc.

**ARTICLE II. ADDRESS**

The address of the principal office of the Corporation is 300 Eglin Parkway, Fort Walton Beach, FL 32547, and the mailing address of the Corporation is 300 Eglin Parkway, Fort Walton Beach, FL 32547.

**ARTICLE III. AUTHORIZED SHARES**

The Corporation is authorized to issue one class of shares which shall be called common shares. Common shares shall have unlimited voting rights. The Corporation is authorized to issue 7500 common shares with a par value of \$1.00 per share.

**ARTICLE IV. PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights, pursuant to Section 607.0630 Florida Statutes, as amended from time to time.

**ARTICLE V. REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Rogelio Chavez  
300 Eglin Parkway  
Fort Walton Beach, FL 32547

EFFECTIVE DATE

11-12-97

FILED  
97 NOV 17 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI. INCORPORATOR**

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

Rogelio Chavez  
300 Eglin Parkway  
Fort Walton Beach, FL 32547

**ARTICLE VII. DIRECTORS**

The initial Director of this corporation is Rogelio Chavez.

**ARTICLE VIII. PURPOSE**

The purposes for which this Corporation is organized are to engage in the restaurant business and to conduct all lawful business.

**ARTICLE IX. COMMENCEMENT OF CORPORATE EXISTENCE**

In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation, except that if they are not filed by the Florida Department of State within five (5) business days after that date, then corporate existence shall commence upon filing by the Department of State.

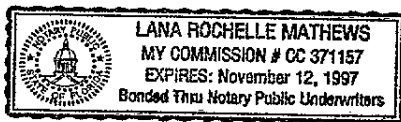
**IN WITNESS WHEREOF**, the undersigned has signed these Articles of Incorporation this 12 day of November, 1997.

  
\_\_\_\_\_  
ROGELIO CHAVEZ

STATE OF FLORIDA

COUNTY OF OKALOOSA

BEFORE ME, personally appeared ROGELIO CHAVEZ, who acknowledged that he executed said instrument for the purposes therein expressed, and who produced Florida Drivers License as identification.



Lana Rochelle Mathews  
NOTARY PUBLIC  
State of Florida

**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Rogelio Chavez  
ROGELIO CHAVEZ  
DATED: 11-12-97

EFFECTIVE DATE  
11-12-97

FILED  
97 NOV 17 PM 3.08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA