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KELLEY'S ACCT/TAX SERVICE

6428 LAKE WORTH ROAD # 782 LAKE WORTH, FL 33463

> Telephone (561) 687-4233 Fax (561) 712-1380

Division of Corporations P.O. Box 6327 Tallahassee, Florida 23201

November 18, 1997

100002355661--5 -11/24/97--01123--007 *****137.50 *****137.50

To Whom It May Concern:

Enclosed please find articles of incorporation for Irish Restaurants Group, Inc. as well as check in the amount of \$137.50 to pay costs.

Upon acceptance or further questions regarding these articles please direct all correspondence to Kelley's Acct/Tax Service Inc.

Please mail acceptance and charter assignment to Kelley's Acct/Tax Service, Inc. 6428 Lake Worth Road, Ste. #782, Lake Worth, Florida 33463.

I am thanking you in advance for your co-operation.

Sincerely,

Floyd L. Kelley

Kelley's Acct/Tax Service, Inc.

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ARTICLES OF INCORPORATION

OF

IRISH RESTAURANTS GROUP, INC

Article I

<u>Name</u>

The name of the corporation is IRISH RESTAURANTS GROUP, INC.

Article II

Duration

This corporation shall have a perpetual existence.

Article III

<u>Purpose</u>

This corporation is organized for the purpose of transacting any and all lawful business within the state of Florida.

Article IV

<u>Address</u>

The principal place of business or mailing address of this corporation shall be: 812 Dogwood Road,
North Palm Beach, FL 33408

Article V

Capital Stock

This corporation is authorized to issue three hundred (300) shares of <u>ONE DOLLAR</u> (\$1.00) par value common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered officer of this corporation is 4185 Pine Glades Road, West Palm Beach, Florida 33406 and the name of the initial registered agent of this Corporation at the address is Floyd L. Kelley

Article VII

This corporation shall have two (2) directors initially.

The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The name and addresses of the initial directors of this corporation are: (1) Cletus J. Morrissey, 812 Dogwood Road, North Palm Beach, Florida 33408

(2) Luz-Mery Morrissey, 812 Dogwood Road, North Palm Beach, Florida 33408

Article VIII --

Incorporators

The name and address of the person signing these Articles is: Cletus J. Morrissey, 812 Dogwood Road, North Palm Beach, FL 33408

Article IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article X

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

Article XI

Beginning of Corporate Existence

The date when corporate existence shall begin shall be <u>December 1, 1997.</u>

Incorporator

Cletus J. Morrissey

DATED: M/897

SLCRETARY OF STATE
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Irish Restaurant Group Inc, a Florida corporation (the "Corporation"), in the foregoing Articles of Incorporation,

I, on behalf of the corporation, hereby am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statues relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

Floyd L. Kellev