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98 MAY -8 AM 10:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/7/98 Jamila

Sergio Denton

Requestor's Name

3191 Coral Way #206

Address

Miami FL 33133

City

State

ZIP

Phone

448-1362

VALIDATION ONLY

900002516819-7

-05/08/98-01017-024

****122.50 ****122.50

CORPORATION(S) NAME

FIVE Bucks Restaurant, INC.

DIVISION OF CORPORATION

98 MAY -8 AM 3:41

RECEIVED

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

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Empire Toll Free: 1-800-432-3028

ARTICLE OF INCORPORATION
OF
FIVE BUCKS RESTAURANT, INC.

FILED
98 MAY -8 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, HEREBY ASSOCIATED TOGETHER FOR THE
PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF FLORIDA, BY
AND UNDER THE PROVISIONS OF THE STATUS OF THE STATE OF FLORIDA,
PROVIDING FOR FORMATION, LIABILITIES, RIGHTS, PRIVILEGES AND
IMMUNITIES OF CORPORATION FOR PROFIT.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE FIVE BUCKS RESTAURANT,
INC. ITS BUSINESS SHALL BE CARRIED AT MIAMI, FLORIDA, AND AT SUCH
OTHER POINTS OR PLACES IN THE STATE OF FLORIDA AND IN THE UNITED
STATES AND FOREIGN COUNTRIES AS MAY, FROM TIME TO TIME, BE
AUTHORIZED BY THE BOARD OF DIRECTORS. ITS PRINCIPAL OFFICE SHALL
BE 700 BILTMORE WAY, CORAL GABLES, FLORIDA 33134.

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS OR BUSINESSES TO BE
TRANSACTIONED IS AS FOLLOWS:

SECTION I: THAT OF RESTAURANT OPERATIONS.

SECTION II: THAT OF PURCHASING, LEASING, RENTING, SELLING HOLDING AND OTHERWISE ACQUIRING AND DISPOSING OF REAL ESTATE AND PERSONAL PROPERTY, BOTH TANGIBLE AND INTANGIBLE, AND CHOOSES IN ACTION EITHER AS OWNER, BROKER AGENT OR FACTOR.

SECTION III: IN THE PURCHASE OR ACQUISITION OF PROPERTY, BUSINESS RIGHTS OR FRANCHISES, OR FOR ADDITIONAL WORKING CAPITAL OR FOR ANY OTHER OBJECT IN OR ABOUT ITS BUSINESS OF AFFAIRS, AND WITHOUT LIMIT AS TO AMOUNT, TO INCUR DEBTS, AND TO RAISE, BORROW AND SECURE THE PAYMENT OF MONEY IN ANY LAWFUL MANNER, INCLUDING THE ISSUE AND SALE OR OTHER DISPOSITION OF BONDS, WARRANTS, DEBENTURES, OBLIGATIONS, NEGOTIABLE AND TRANSFERABLE INSTRUMENTS AND EVIDENCE IF INDEBTEDNESS OF ALL KINDS, WHETHER SECURED BY MORTGAGE, PLEDGE, DEED OF TRUST, OR OTHERWISE.

SECTION IV: THIS CORPORATION SHALL HAVE ALL THE GENERAL POWERS, TOGETHER WITH ALL THE ADDITIONAL AND SPECIFIC POWERS GRANTED BY THE LAWS OF THE STATE OF FLORIDA, AS WELL AS ALL IMPLIED POWERS IN CARRYING OUT THE FOREGOING EXPRESSED POWERS.

SECTION V: THE FOREGOING CLAUSES SHALL BE CONSTRUED BOTH AS OBJECTS AND POWERS, BUT NO RECITATION, EXPRESSION OR DECLARATION OR SPECIFIC OR SPECIAL POWERS OR PURPOSES HEREIN ENUMERATED SHALL BE DEEMED TO BE EXCLUSIVE, BUT IT IS HEREBY EXPRESSLY DECLARED THAT ALL OTHERS LAWFUL POWERS PERMITTED TO CORPORATIONS FOR PROFIT ARE HEREBY INCLUDED.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME SHALL BE 500 SHARES OF \$1.00 PAR VALUE.

ARTICLE IV

THIS CORPORATION SHALL BEGIN BUSINESS WITH A CAPITAL OF NOT LESS THAN (\$ 500.00) FIVE HUNDRED DOLLARS.

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY

ARTICLE VI

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE LOCATED IN MIAMI, FLORIDA, AND IT MAY HAVE SUCH OTHER PLACES OF BUSINESS, BOTH WITHIN AND OUTSIDE THE STATE OF FLORIDA AND IN FOREIGN COUNTRIES, AS MAY BE NECESSARY OR CONVENIENT.

ARTICLE VII

THE BUSINESS OF THIS CORPORATION SHALL BE CONDUCTED BY A BOARD OF DIRECTORS OF NOT LESS THAN ONE (1) DIRECTOR, THE EXACT NUMBER OF DIRECTORS TO BE FIXED BY THE BY-LAWS OF THIS CORPORATION.

ARTICLE VIII

THE NAME AND ADDRESS OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION, WHO SHALL HOLD OFFICE UNTIL ORGANIZATION MEETING OF THIS CORPORATION, AND UNTIL THEIR SUCCESSORS ARE ELECTED AND HAVE QUALIFIED MS. GEORGETTE PARIENTE 700 BILTMORE WAY, CORAL GABLES, FL. 33134.

THE OFFICES TO BE HELD BY THE ABOVE NAMED DIRECTOR IS AS FOLLOWS:

GEORGETTE PARIENTE - PRESIDENT & SECRETARY.

ARTICLE IX

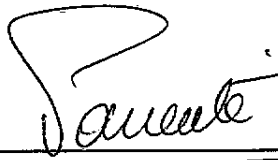
THE NAME AND ADDRESS OF EACH SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, AND A STATEMENT OF THE NUMBER OF SHARES OF STOCK WHICH EACH AGREES TO TAKE IS AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>	<u>VALUE</u>
GEORGETTE PARIENTE	700 BILTMORE WAY	500	\$500.00
	CORAL GABLES, FL. 33134		

ARTICLE X

THE PROVISION OF THIS CHARTER, AND EACH AND EVERY ARTICLE AND SECTION HEREOF, AND THE BY-LAWS OF THIS CORPORATION SHALL BE CONSIDERED A PART OF EVERY CONTRACT AND TRANSACTION TO WHICH THIS CORPORATION SHALL BE A PARTY. EVERY PERSON, ASSOCIATION AND/OR CORPORATION DEALING WITH THIS CORPORATION IN HEREBY CHARGED WITH NOTICE AND KNOWLEDGE OF THIS CORPORATION.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HANDS AND SEALS THIS
6th DAY OF MAY A.D. 1998.

 (SEAL)

STATE OF FLORIDA

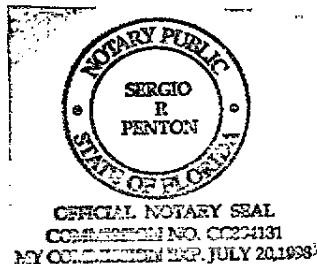
COUNTY OF DADE

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED
MS. GEORGETTE PARIENTE, WHO IS PERSONALLY KNOWN TO ME, WHO EXECUTED
AND SUBSCRIBED TO THE FOREGOING ARTICLES OF INCORPORATION AND HE
ACKNOWLEDGE, BEFORE ME, THAT HE EXECUTED THE SAME AND SUBSCRIBED
TO THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL AT MIAMI, FLORIDA SAID STATE
AND COUNTY, THIS 6th DAY OF MAY 1998.


NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST THAT FIVE BUCKS RESTAURANT, INC., DESIRING TO ORGANIZED
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE,
AS INDICATED IN THE ARTICLES OF INCORPORATION AT CITY OF CORAL
GABLES, COUNTY OF DADE, STATE OF FLORIDA.

HAS NAMED GEORGETTE PARIENTE LOCATED AT 700 BILTMORE WAY CITY OF
CORAL GABLE, STATE OF FLORIDA 33134 AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATE CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE. I
HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH
THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

BY

Pariente

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98 MAY -8 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA