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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: INTERNAIONAL RESTAURANT & CAFE BAR COMPANY

AUDIT NUMBER.....H98000009108

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

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**ARTICLES OF INCORPORATION
OF
INTERNATIONAL RESTAURANT & CAFE BAR COMPANY**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: **INTERNATIONAL RESTAURANT &
CAFE BAR COMPANY**

The principle place of business and mailing address of this corporation is:

6318 International Drive, Orlando, FL 32819

ARTICLE II - DURATION

This corporation shall exists perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares, having an individual par value of \$ 1.00.

ARTICLE V - INITIAL REGISTERED AGENT

The name and address of the Initial Registered Agent of the corporation is:

Gordon C. Ball, 4826 Kingston Circle, Kissimmee, FL 34746

These articles prepared by:
Roland P. Tan, Jr.
3501 West Vine St., Suite 338
Kissimmee, Florida 34741
(407) 846-2882
Florida Bar No.: 983624

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ARTICLE VI - INITIAL OFFICERS

The names and street addresses of the initial officers, who shall hold office the first year of the of the corporation existence or until their successors are elected are:

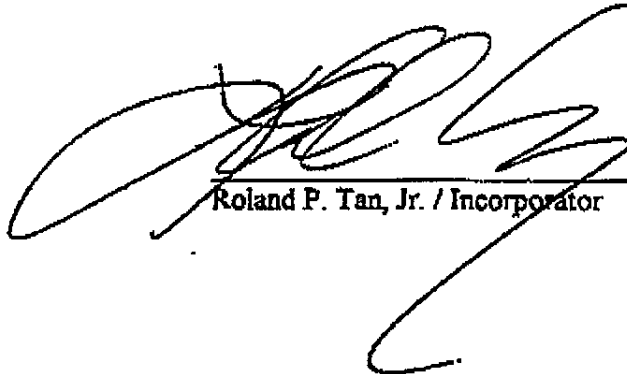
President / Director: Gordon C. Ball, 4826 Kingston Circle, Kissimmee, FL 34746

ARTICLE VII - INCORPORATORS

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

Roland P. Tan, Jr., 3501 West Vine St., Suite 338, Kissimmee, FL 34741

The undersigned has executed these Articles of Incorporation this 13th day of May, 1998.



Roland P. Tan, Jr. / Incorporator

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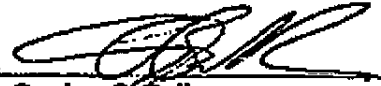
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned corporation, organized under laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First that INTERNATIONAL RESTAURANT & CAFE BAR COMPANY, desiring to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation has named GORDON C. BALL as its agent to accept service of process within this state.

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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



Gordon C. Ball
4826 Kingston Circle
Kissimmee, FL 34746

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