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ACCOUNT NO. : 072100000032

REFERENCE : 827518 7104837

AUTHORIZATION : Patricia Pujols
COST LIMIT : \$ 70.00

ORDER DATE : May 21, 1998
ORDER TIME : 1:33 PM
ORDER NO. : 827518-015
CUSTOMER NO: 7104837

CUSTOMER: Mr. Mario A. Romine
TURNBERRY ASSOCIATES

4th Floor
19501 Biscayne Boulevard
Aventura, FL 33180

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 21 AM 9:30

DOMESTIC FILING

NAME: AVENTURA MANAGEMENT
RESTAURANT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

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JG 5/22/98

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DIVISION OF CORPORATIONS
98 MAY 21 AM 9:30

**ARTICLES OF INCORPORATION
OF
AVENTURA MANAGEMENT RESTAURANT, INC.**

**ARTICLE I
NAME**

The name of this corporation shall be:

AVENTURA MANAGEMENT RESTAURANT, INC.

**ARTICLE II
DURATION**

This corporation shall commence its existence as of the date of filing of these Articles of Incorporation.

**ARTICLE III
PURPOSE**

This corporation is organized for any lawful purpose.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

**ARTICLE V
PRINCIPAL OFFICE OF BUSINESS**

The principal place of business of this corporation shall be: 19501 Biscayne Blvd., Suite 400, Aventura, Florida 33180.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address is as follows:

REGISTERED AGENT

Mario Romine

**STREET ADDRESS OF
REGISTERED OFFICE**

19501 Biscayne Blvd.
Suite 400
Aventura, Florida 33180

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one.

The name and address of the Director is Marsha Soffer, 19501 Biscayne Blvd., Suite 400, Aventura, Florida 33180.

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles as Incorporator is Mario Romine, 19501 Biscayne Blvd., Suite 400, Aventura, FL 33180.

**ARTICLE IX
BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE X
AMENDMENTS**

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 Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 20th day of May, 1998.

Mario Romine
Mario Romine
Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 20th DAY OF May, 1998.

BY: Mario Romine
Mario Romine

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