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May 21, 1998

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

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-06/03/98--01035--021
****122.50 ****122.50

Re: DOC'S SMOKE HOUSE BBQ, INC.

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation in reference to the above-named corporation for filing. Also, a check in the amount of \$122.50 representing the filing fee is enclosed.

The name and address of the incorporator and the address of the principal office and registered office are covered under Article VIII.

Thank you for your assistance in this matter.

Very truly yours,

Kieran P. Fallon

KPF:mec
Enclosures

APPROVED
AND
FILED
98 JUN -3 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JUN 4 1998

ARTICLES OF INCORPORATION

of

DOC'S SMOKE HOUSE BBQ, INC.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I

The name of the corporation of DOC'S SMOKE HOUSE BBQ, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

ARTICLE IV

The purpose(s) for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the Florida General Corporation Act.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares of capital stock, \$1.00 par value.

ARTICLE VI

The number of director(s) constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until the successors are elected and qualified is:

PRESIDENT/VICE PRESIDENT

SECRETARY/TREASURER:

PATRICK GLEBER

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AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The Shares of Capital Stock of this Corporation shall be issued to the following person(s):

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Patrick Gleber	1717 North Bayshore Dr., #1134 Miami, Florida 33132	1,000

ARTICLE VIII

The name and address of the incorporator and the address of the principal office is:

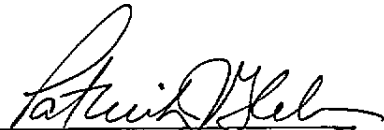
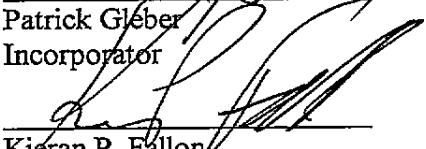
Patrick Gleber
1717 North Bayshore Dr., #1134
Miami, Florida 33132

ARTICLE IX

The name and address of the initial registered agent is

Kieran P. Fallon, Esq.
80 S.W. 8th Street, Suite 2804
Miami, Florida 33130

DATED: 5/21/98

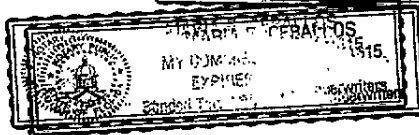
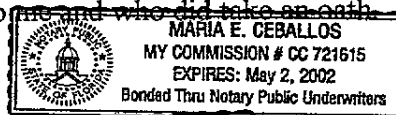

Patrick Gleber
Incorporator

Kieran P. Fallon
Initial Registered Agent

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 21st day of May, 1998, by Patrick Gleber, as the Incorporator, as Kieran P. Fallon, as the Initial Registered Agent, who is personally known to me and who did take an oath.


NOTARY PUBLIC

State of Florida at Large
My Commission Expires:



CERTIFICATE OF DESIGNATION - REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

DOC'S SMOKE HOUSE BBQ, INC.

2. The name and address of the registered office is:

Kieran P. Fallon
80 S.W. 8th Street, Suite 2804
Miami, Florida 33130

DATED: May 21st, 1998

SIGNATURE: 

TITLE: PRESIDENT

DATE: 5/21/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: 

TITLE: REGISTERED AGENT

DATE: 5/21/98

98 JUN -3 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED