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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: GRIFFIN GRILL & BAR, INC.

AUDIT NUMBER.....H98000010803

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

CERT. OF STATUS..1

PAGES..... 3

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 10, 1998

FAS-T CORP AGENTS

SUBJECT: GRIFFIN GRILL & BAR, INC
REF: W98000013360

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H98000010803
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF

GRIFFIN GRILL & BAR, INC

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME

The name of the corporation shall be:

GRIFFIN GRILL & BAR, INC

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3841 GRIFFIN ROAD
FT. LAUDERDALE, FL 33312

ARTICLE III - PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 (one) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: Yesit J. Campo
9572 NW 41 Street
Miami, FL 33178
(305) 593-2003

ARTICLE VI-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

DILBAR ALBERNAZ
10803 NW 7TH STREET #14
MIAMI, FL 33172

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

DILBAR ALBERNAZ	10803 NW 7TH STREET #14
PRESIDENT	MIAMI, FL 33172

DORIA GARCIA	10803 NW 7TH STREET #14
VICE-PRESIDENT/ SECRETARY	MIAMI, FL 33172

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these articles is:

DILBAR ALBERNAZ	10803 NW 7TH STREET #14
	MIAMI, FL 33172

DORIA GARCIA	10803 NW 7TH STREET #14
	MIAMI, FL 33172

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 29th day of May, 1998


DILBAR ALBERNAZ


DORIA GARCIA

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**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSED;

That GRIFFIN GRILL & BAR, INC organize under the laws of the state of Florida has appointed DILBAR ALBERNAZ of 10803 NW 7TH STREET #14, Miami, FL 33172 as its registered agent to accept service of process within the state.

ACKNOWLEDGMENT;

Having been named by the first board of directors of GRIFFIN GRILL & BAR, INC 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 agree to comply with the applicable provisions of the Florida Statutes, this 29th day May, 1998



**DILBAR ALBERNAZ
Registered Agent**

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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