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ACCOUNT NO. : 072100000032

REFERENCE : 880869 5884A

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

ORDER DATE : July 6, 1998

ORDER TIME : 2:12 PM

ORDER NO. : 880869-010

CUSTOMER NO: 5884A

CUSTOMER: Alan Francis Ruf, Esq
ALAN FRANCIS RUF, ESQ

International Bldg., Ph E
2455 East Sunrise Boulevard
Fort Lauderdale, FL 33304

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DIVISION OF CORPORATIONS
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DOMESTIC FILING

NAME: BURRITO ENTERPRISES OF
PLANTATION, 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: Robert Turner

EXAMINER'S INITIALS:

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DIVISION OF INCORPORATION

ARTICLES OF INCORPORATION
OF

BURRITO ENTERPRISES OF PLANTATION, INC.,
A FLORIDA CORPORATION

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The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME

The name of the corporation shall be BURRITO ENTERPRISES OF PLANTATION, INC.

ARTICLE II.

PRINCIPAL OFFICE/MAILING ADDRESS

The street address of the corporation shall be 965 North Nob Hill Road, Suite 141, Plantation, Florida 33324, and the mailing address shall be the same.

ARTICLE III.

PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV.

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V.

CAPITAL STOCK

The corporation is authorized to issue One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE VI.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2455 East Sunrise Boulevard, Penthouse East, Fort Lauderdale, Florida 33304, and the name of the initial Registered Agent of the corporation at that address is Alan Francis Ruf, Esq.

ARTICLE VII.

SPECIAL PROVISION

It is the intent of the incorporator that this corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII.

INITIAL BOARD OF DIRECTORS

The corporation shall initially have two (2) Directors to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The names and addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
David Sheir	965 North Nob Hill Road Suite 141 Plantation, Florida 33324

Michael Metzkes

965 North Nob Hill Road
Suite 141
Plantation, Florida 33324

ARTICLE IX.

OFFICERS

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

Name/Office

Address

David Sheir
President/Treasurer

965 North Nob Hill Road
Suite 141
Plantation, Florida 33324

Michael Metzkes
Vice President/
Secretary

965 North Nob Hill Road
Suite 141
Plantation, Florida 33324

ARTICLE X.

INCORPORATOR

The name and address of the Incorporator is Alan Francis Ruf, Esquire, Law Offices of Alan Francis Ruf, 2455 East Sunrise Boulevard, Penthouse East, Fort Lauderdale, Florida 33304.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on this 2nd day of July, 1998.


ALAN FRANCIS RUF

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, the undersigned authority, personally appeared **ALAN FRANCIS RUF**, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he freely and voluntarily acknowledges before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Broward County, State of Florida, this 2nd day of July, 1998.



ANNA L. BRANNON
MY COMMISSION # CC486547 EXPIRES
August 9, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

Anna L. Brannon
Notary Public
State of Florida at Large
My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for **BURRITO ENTERPRISES OF PLANTATION, INC.**, a Florida corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act 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.

Dated: July 2, 1998

Alan Francis Ruf

ALAN FRANCIS RUF

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