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Page 1 of 1

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

BOCA RESTAURANT SERVICES, INC.

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SECRETARY OF STATE
FLORIDA
ARTICLES OF INCORPORATION
OF
BOCA RESTAURANT SERVICES, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I
Name

The name of this corporation shall be BOCA RESTAURANT SERVICES, INC.

Article II
Principal Office and Mailing Address

The principal place of business and mailing address of this corporation shall be 500 East Broward Boulevard, Suite 1950, Ft. Lauderdale, Florida 33394.

Article III
Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having a par value of \$1.00 per share.

Article IV
Initial Registered Agent and Address

The street address of the initial registered office of this corporation is 500 East Broward Boulevard, Suite 1950, Ft. Lauderdale, Florida 33394, and the initial registered agent at that office is Douglas L. Roberts, Esq.

Article V
Incorporator

The name and street address of the incorporator of this corporation are:

John D. Olivier, Esq.
500 East Broward Boulevard, Suite 1950
Ft. Lauderdale, Florida 33394

Article VI
Duration

This corporation shall exist perpetually.

Prepared By:
John D. Olivier, Esquire
Mombach, Boyle & Hardin, P.A.
500 East Broward Boulevard, Suite 1950
Fort Lauderdale, Florida 33394
(954) 467-2200
Attorney Number: 0116742

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Article VII
Purposes

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VIII
Directors

(a) This corporation shall have no less than one (1) and no more than five (5) directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1).

(b) The names and street address of the initial director of the corporation is:

Sandra L. Bowes
2701 West Oakland Park Boulevard
Suite 210
Fort Lauderdale, Florida 33311

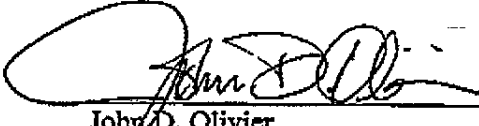
Article IX
Effective Date

These Articles of Incorporation shall become effective upon filing by the Department of State of the State of Florida.

Article X
Indemnification

The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on the 21st day of January, 1999.


John D. Olivier

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

BOCA RESTAURANT SERVICES, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates Douglas L. Roberts, Esq. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 500 East Broward Boulevard, Suite 1950, Ft. Lauderdale, Florida 33394.

DATED this 21st day of January, 1999.


John B. Olivier

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to 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.

DATED this 21st day of January, 1999.


Douglas L. Roberts

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