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May 11, 1999

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-05/13/99--01075--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Tri-World International Restaurant, Inc.

Dear Sirs:

I enclose herewith an original and one copy of the Articles of Incorporation of the above referenced corporation, together with a resident agent's certificate.

I also enclose my check in the sum of \$70.00 to cover the following incorporation fees:

Filing Fee	\$35.00
Certificate of Resident Agent	<u>35.00</u>
	\$70.00

Please return a copy of the Articles after filing.

Thank you for your cooperation in this matter.

Very truly yours,



Lawrence G. Miceli

LGM/skm

Enc.

FILED  
1999 MAY 13 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B Printing MAY 17 1999

FILED

1999 MAY 13 PM 3:35

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I

CORPORATE NAME

The name of the Corporation shall be:

TRI-WORLD INTERNATIONAL RESTAURANT, INC.

and the principal office of the Corporation shall be:

5400 N. Federal Highway  
Fort Lauderdale, FL 33308

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
100	\$1.00	Common

ARTICLE IV

PREEMPTIVE RIGHTS

Each Shareholder, upon the sale for cash of any new stock of this Corporation of the

same kind, class or series as to that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE V

### INITIAL REGISTERED AGENT

### AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: Antonio Finamore  
INITIAL REGISTERED OFFICE: 5400 N. Federal Highway  
Fort Lauderdale, FL 33308

## ARTICLE VI

### INITIAL BOARD OF DIRECTORS

This Corporation shall have One (1) Director(s) 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 name(s) and address(es) of the Director(s) of this Corporation is (are):

<u>NAME</u>	<u>ADDRESS</u>
Antonio Finamore	5400 N. Federal Highway Fort Lauderdale, FL 33308

## ARTICLE VII

### INCORPORATOR

The name and address of each incorporator executing these Articles of incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Antonio Finamore	5400 N. Federal Highway Fort Lauderdale, FL 33308

ARTICLE VIII

BY-LAWS

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

ARTICLE IX

INDEMNIFICATION

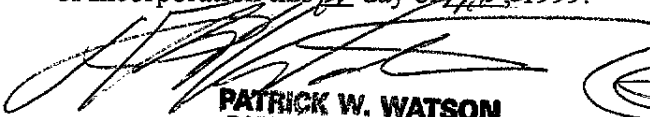
The Corporation shall indemnify any Officer or Director or any former Officer or Director to the fullest extent permitted by law.

ARTICLE X

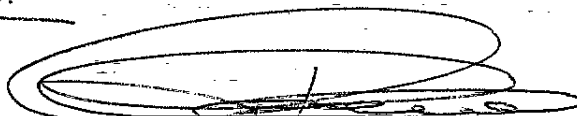
AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation this 18 day of Mar, 1999.



**PATRICK W. WATSON**  
BARRISTER & SOLICITOR  
SUITE 415 - SOUTH TOWER  
6811 COONEY ROAD  
RICHMOND, B.C.  
V8X 3M1



**ANTONIO FINAMORE**  
Incorporator

CITY OF \_\_\_\_\_ )  
MUNICIPALITY OF \_\_\_\_\_ )

BEFORE ME, a Notary Public, authorized to take acknowledgments in the City and Municipality set forth above, personally appeared ANTONIO FINAMORE, known to me or who did produce Passport as identification, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 18 day of Mar, 1999.



**NOTARY PUBLIC**  
**PATRICK W. WATSON**  
BARRISTER & SOLICITOR  
SUITE 415 - SOUTH TOWER  
6811 COONEY ROAD  
RICHMOND, B.C.  
V8X 3M1

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED

Pursuant to Fla. Stat. sec. 48.091, the following is submitted:

TRI-WORLD INTERNATIONAL RESTAURANT, INC., desiring to organize under the laws of  
the State of Florida, with its principle office, as indicated in the Articles of Incorporation in the city  
of Fort Lauderdale, County of Broward, State of Florida, has named located at 5400 N. Federal  
Highway, Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of  
process within this state. 33308

ACKNOWLEDGED:

Having been named to accept service of process for the above corporation, at the  
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with  
the provisions of said Act relative to keeping said office.

BY:   
ANTONIO FINAMORE  
Resident Agent

FILED  
1999 MAY 13 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA