

99000090543



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 408161 7184829

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

ORDER DATE : October 12, 1999

200003014012-1

ORDER TIME : 3:25 PM

ORDER NO. : 408161-005

CUSTOMER NO: 7184829

CUSTOMER: Mr. Edward C. Johnson
MR. EDWARD C. JOHNSON
MR. EDWARD C. JOHNSON
Pacific Center II, Suite 880
14160 Dallas Parkway
Dallas, TX 75240

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 13 AM 11:39

DOMESTIC FILING

NAME: FIESTA HOSPITALITY, 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: Angie Glisar

EXAMINER'S INITIALS:

g 10/13/99

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

FIESTA HOSPITALITY, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FIESTA HOSPITALITY, INC.

The address of the principal office of this corporation shall be 8055 S.E. Windjammer Way, Hobe Sound, Florida 33455, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation. This corporation is formed and organized for the limited purpose to own and operate one or more Taco Bell franchise restaurants, and to conduct business transactions directly related to such operation and ownership.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having \$0.01 par value per share. The transfer of this stock is subject to the terms and conditions of one or more Franchise Agreements with Taco Bell Corp. Reference is made to said Franchise Agreement(s) and to the restrictive provisions of the Charter and Bylaws of this corporation.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial members of the Board of Directors are:

Mary Gavin
Dir.

ARTICLE VII. INCORPORATOR

The name and street address of The incorporator to these Articles of Incorporation:

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these
Articles of Incorporation on October 13, 1999.

Laura R. Dunlap
Its Incorporator, Laura R. Dunlap

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

CHD/AGL