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GREGG J. BREITBART
ATTORNEY AT LAW

ADMITTED IN
FLORIDA
NEW YORK

6245 S. FEDERAL HIGHWAY
SUITE 300
FORT LAUDERDALE, FL 33308
PHONE: (954) 453-6200
FAX: (954) 453-6211
EMAIL: GREGG@WORLDCORPFX.COM

November 17, 1999

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-11/18/99-01063-012

*****78.75 *****78.75

Via Federal Express

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

EFFECTIVE DATE
11-11-99

99 NOV 18 AM 10:20
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: Sand Dollar Grille, Inc.

Ladies and Gentlemen:

Enclosed are duplicate copies of Articles of Incorporation prepared to effect the formation of the above-referenced proposed corporation. Also enclosed is our check in the amount of Seventy-eight and 75/100 Dollars (\$78.75) in payment of the following fees:

Filing Fee	\$	35.00
Registered Agent Fee		35.00
Certified Copy		8.75
Total	\$	78.75

November 11, 1999

Please note that the corporate commencement date is specified as ~~October 6, 1999~~.
A return Federal Express envelope is enclosed for your convenience in responding. Thank you for your cooperation with this matter.

Maureen GAVE
AUTHORIZATION BY PHONE TO
CORRECT Effective Date Also, added
DATE 11/22/99 effective date to
DOJ. EXAM. STH Her III.

Very truly yours,

GJB
Gregg J. Breitbart

GJB/mmc
Enclosures

Per Maureen address
should be North Federal Hwy.

S. Thompson NOV 22 1999

ARTICLES OF INCORPORATION

OF

SAND DOLLAR GRILLE, INC.

EFFECTIVE DATE

11-11-99

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of Sand Dollar Grille, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is Sand Dollar Grille, Inc.

ARTICLE II

ADDRESS

The street address of this Corporation shall be 6245 North Federal Highway, Suite 300, Fort Lauderdale, Florida 33308.

ARTICLE III

DURATION

The duration of the Corporation shall be perpetual.

Effective date shall be November 11, 1999.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be 6245 North Federal Highway, Suite 300, Fort Lauderdale, Florida 33308, and the registered agent for the Corporation at that address shall be Gregg J. Breitbart.

ARTICLE VII

INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Gregg J. Breitbart	6245 North Federal Highway Suite 300 Fort Lauderdale, FL 33308

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of October, 1999.



Gregg J. Breitbart,
Incorporator

CERTIFICATE OF REGISTERED AGENT

OF

SAND DOLLAR GRILLE, INC.

Having been named to accept service of process for Sand Dollar Grille, Inc., at the place designated in the foregoing Articles of Incorporation, Gregg J. Breitbart, agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATE: . . . October 6, 1999



Gregg J. Breitbart

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TALLAHASSEE FLORIDA