

Filing Fee \$150.00

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

Corp. I.D. # 81917

BUSINESS CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

FIRST. The name of the corporation is
CHELO'S OF EAST PROVIDENCE, INC.

(A close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

SECOND. The period of its duration is (if perpetual, so state) . perpetual

THIRD. The purpose or purposes for which the corporation is organized are:

To own, hold, rent, control, lease, operate, conduct and engage in the restaurant business.

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SECRETARY OF STATE

FOURTH. The aggregate number of shares which the corporation shall have authority to issue is:

(a) *If only one class:* Total number of shares 1000 ...Common, No Par Value

(If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.)

or

(b) *If more than one class:* Total number of shares

(State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of title 7 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.)

FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

None

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

None

SEVENTH. The address of the initial registered office of the corporation is 685 Warren Avenue, East Providence, RI 02914 (add Zip Code) and the name of its initial registered agent at such address is: Frederic A. Marzilli

Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is 0 and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

Name	Address
Not Yet Elected	

NINTH. The name and address of each incorporator is:

Name	Address
Frederic A. Marzilli	685 Warren Ave., East Prov., RI 02914

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

Immediately

Dated January 19, 1996

Frederic A. Marzilli
Signature of each incorporator

STATE OF RHODE ISLAND } In the City
COUNTY OF PROVIDENCE } Down } of East Providence
in said county this 19th day of January, A.D. 19 96
then personally appeared before me Frederic A. Marzilli

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

Nancy J. Ketur
Notary Public
my commission expires 8/8/97

Chelo Beef Hearth of Cranston Inc.

1275 Reservoir Avenue
Cranston, R.I. 02920

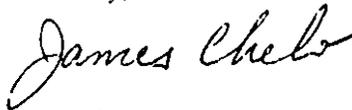
January 24, 1996

State of Rhode Island
Secretary of State
100 North Main Street
Providence, R.I. 02900

Sir or Madam,

As an officer of Chelo's of Woonsocket, Inc. I hereby authorize the use of the name Chelo's of East Providence Inc.

Sincerely,



James Chelo
President

Chelo's of Warwick, Inc.

2225 Post Road
Warwick, R.I. 02886

January 24, 1996

State of Rhode Island
Secretary of State
100 North Main Street
Providence, R.I. 02900

Sir or Madam,

As an officer of Chelo's of Woonsocket, Inc. I hereby authorize the use of the name Chelo's of East Providence Inc.

Sincerely,


Louis Chelo
President

Chelo's of Woonsocket, Inc.

490 Clinton Street
Woonsocket, R.I. 02895

January 24, 1996

State of Rhode Island
Secretary of State
100 North Main Street
Providence, R.I. 02900

Sir or Madam,

As an officer of Chelo's of Woonsocket, Inc. I hereby authorize the use of the name Chelo's of East Providence Inc.

Sincerely,



Gary Chelo
President

Chelo's Steak House, Inc.

Apple Valley Mall 445 Putnam Pike
Greenville, R.I. 02828

January 24, 1996

State of Rhode Island
Secretary of State
100 North Main Street
Providence, R.I. 02900

Sir or Madam,

As an officer of Chelo's of Woonsocket, Inc. I hereby authorize the use of the name Chelo's of East Providence Inc.

Sincerely,



Randy Chelo
President