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Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 JUN 29 PM 2:04

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FLORIDA PROFIT/NON PROFIT CORPORATION

Midtown Grill, Inc.

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**ARTICLES OF INCORPORATION
OF
MIDTOWN GRILL, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 JUN 29 PM 2: 04

FILED

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is Midtown Grill, Inc.

ARTICLE II. PRINCIPAL OFFICE OR MAILING ADDRESS OF CORPORATION

The street address of the Corporation's principal office of this corporation is: 6201 Carolina Avenue, Leesburg, Florida 34748. The mailing address of this corporation is: 6201 Carolina Avenue, Leesburg, Florida 34748.

ARTICLE III. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Five thousand (5,000) shares of common stock all of one class, having a nominal or par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V. INITIAL OFFICERS AND DIRECTORS

The name and address of the initial Director is as follows:

Suzanne G. Holmes
6201 Carolina Avenue
Leesburg, Florida 34748

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The names and addresses of the initial officers are as follows:

Suzanne G. Holmes, President and Secretary
6201 Carolina Avenue
Leesburg, Florida 34748

Robert F. Holmes, Jr., Vice President and Treasurer
6201 Carolina Avenue
Leesburg, Florida 34748

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 6201 Carolina Avenue, Leesburg, Florida 34748. The name of the initial registered agent of this corporation at that address is Suzanne G. Holmes.

ARTICLE VII. INCORPORATOR

The name and address of the Incorporator is Suzanne G. Holmes, 6201 Carolina Avenue, Leesburg, Florida 34748. The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX. INDEMNIFICATION

The Corporation shall indemnify its officers and directors to the fullest extent permitted by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

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Incorporation this 28 day of June, 2007.

Suzanne G. Holmes
Suzanne G. Holmes
Incorporator

ACCEPTANCE BY REGISTERED AGENT:

I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

Suzanne G. Holmes
Suzanne G. Holmes
Registered Agent

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 28 day of June, 2007, by Suzanne G. Holmes, Incorporator, who did not take an oath.

Michelle H. Girard Smith
NOTARY PUBLIC-STATE OF FLORIDA
(Signature of Notary)

[SEAL]

Michelle H. Girard Smith
(Typed name of Notary)

DD510226
(Commission Number)

Personally known or
Produced Identification _____

Type of Identification
Produced: _____

