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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
GMRI, INC.**

In accordance with Section 607.1007 of the Florida Business Corporation Act (the "Act"), the articles of incorporation of GMRI, Inc., a corporation organized and existing under and by virtue of the Act (the "Corporation"), are hereby amended and restated (the "Amended and Restated Articles of Incorporation") to read in their entirety as follows:

ARTICLE I - NAME

The name of the Corporation is GMRI, Inc.

ARTICLE II - PURPOSE

The general purpose of this Corporation shall be the transaction of any and all lawful business for which corporations may be incorporated under the Act. This Corporation shall have all of the powers enumerated in the Act, as the same now exists and as hereafter amended, and all such other powers as are not specifically prohibited to corporations for profit under applicable law.

Without limiting the generality of the foregoing purposes and powers, the Corporation shall have the power to own, conduct, maintain and carry on the operation of restaurant, cocktail lounges or similar establishments selling and dispensing food and alcoholic and non-alcoholic beverages; to apply for, own, hold, use and enjoy any and all licenses, permits and authorizations which may be required or be deemed necessary or desirable for the operation of any of its businesses, including, without limitation, all permits required in connection with the purchase, storage and sale of alcoholic beverages; to hire employees for the Corporation's own use and to enter into any type of arrangement with affiliated entities regarding the assignment of any number of such employees to one or more of such affiliated entities for their use pursuant to terms agreed upon by the Corporation and such affiliated entities; to implement any executive compensation packages deemed necessary or desirable; and generally to do and perform everything necessary for carrying out the aforesaid purposes.

ARTICLE III - TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE IV - AUTHORIZED SHARES

The total number of shares of capital stock which the Corporation is authorized to issue is 50,000 shares of common stock having a par value of \$1.00 per share.

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ARTICLE V – PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 5900 Lake Ellenor Drive, Orlando, Florida 32809 or at such other address in the State of Florida as determined by the board of directors from time to time.

ARTICLE VI – BOARD OF DIRECTORS

The Corporation shall have no more than five directors. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, but shall never be less than one.

ARTICLE VII – AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision in these Amended and Restated Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. Every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the stock entitled to vote thereon or in such other manner as may be provided by law.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by the provisions of Section 607.0850 of the Act and other applicable law, indemnify (and advance expenses to) all directors, officers, employees, and agents of the Corporation (and any other persons to which Section 607.0850 of the Act or other applicable law permits the Corporation to provide indemnification) from and against any and all of the expenses, liabilities or other matters referred to in or covered by Section 607.0850 of the Act or other applicable law. The indemnification provided for herein shall not be deemed exclusive of any other rights to which each such indemnified person may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in such indemnified person's official capacity and as to action in another capacity while serving as a director, officer, employee or agent of the Corporation, and shall continue as to a person who has ceased to be a director, officer, employee or agent of the Corporation, and shall inure to the benefit of the heirs, executors and administrators of such person.

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The board of directors of the corporation recommended by unanimous written consent dated December 15, 2008 that the shareholders adopt the foregoing Amended and Restated Articles of Incorporation, and the shareholders approved the foregoing Amended and Restated Articles of Incorporation by unanimous written consent of the shareholders of the corporation dated December 15, 2008.

GMRI, INC.

By: 

William R. White, III
President

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**CERTIFICATE TO AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
GMRI, INC.**

The undersigned, William R. White, III, President of GMRI, Inc., a Florida corporation (the "Corporation"), does hereby certify as follows:

1. The amendment and restatement of the Corporation's articles of incorporation as attached hereto requires shareholder approval.

2. The board of directors of the Corporation recommended by written consent of the sole director dated December 15, 2008, that the sole shareholder of the Corporation approve, and the sole shareholder approved by written consent dated December 15, 2008, the amendment and restatement of the Corporation's articles of incorporation as attached hereto in accordance with Sections 607.1003 and 607.1006 of the Florida Statutes, the number of votes cast for the amendment by the sole shareholder being sufficient for such approval.

3. The undersigned officer of the Corporation has been duly authorized to submit these Amended and Restated Articles of Incorporation of the Corporation to the Florida Department of State for filing in accordance with Section 607.1007, Florida Statutes.

GMRI, Inc., a Florida corporation

By: 

William R. White, III
President