

1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-342-8086

A95000011 22

**CSC networks**

PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

95 JUL 24 AM 10:12  
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 646635 5310A

AUTHORIZATION :

*Patricia Poynter*

COST LIMIT : \$ 140.00

ORDER DATE : July 24, 1995

ORDER TIME : 8:39 AM

000001543860

ORDER NO. : 646635

CUSTOMER NO: 5310A

CUSTOMER: Amy Eckard, Legal Assistant  
FOWLER WHITE GILLEN BOGGS  
VILLAREAL & BANKER, P.A.  
501 E. Kennedy Blvd., ste. 1700  
P.O. Box 1438  
Tampa, FL 33602

DOMESTIC FILING

NAME: HOPS OF BOYNTON BEACH, LTD.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

*7/24/95*  
*BK*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL 24 AM 10:33

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HOPS OF BOYNTON BEACH, LTD.  
a Florida limited partnership**

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The undersigned general partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620.108 of the Florida Statutes, hereby states the following:

- (a) Name of the Limited Partnership:

Hops of Boynton Beach, Ltd.

- (a1) The address of the limited partnership:

c/o Hops Grill & Bar, Inc.  
3030 N. Rocky Point Drive West  
Suite 650  
Tampa, Florida 33607

- (b) The name and address of the agent for service of process:

Fowler, White, Gillen, Boggs,  
Villareal and Banker, P.A.  
501 East Kennedy Boulevard  
Suite 1700  
Tampa, Florida 33602  
Attn: R. Alan Higbee, Esq.

- (c) The name and business address of each general partner:

Hops of Southeast Florida, Inc.  
c/o Hops Grill & Bar, Inc.  
3030 N. Rocky Point Drive West  
Suite 650  
Tampa, Florida 33607

895000033882

- (d) The mailing address for the limited partnership:

c/o Hops Grill & Bar, Inc.  
3030 N. Rocky Point Drive West  
Suite 650  
Tampa, Florida 33607

- (e) The latest date upon which the limited partnership is to dissolve:

midnight, December 31, 2044

- (f) The effective date of this Certificate of Limited Partnership shall be the date of filing with the Secretary of State of the State of Florida.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL 24 AM 10:33

- (a) A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be effective if executed in the Partnership name solely by a general partner.

The execution of this Certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

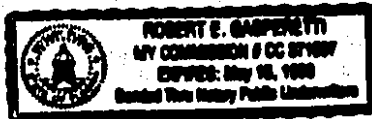
IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by Thomas A. Schellert, the Vice President of Hops of Southeast Florida, Inc., the sole general partner of Hops of Bonyton Beach, Ltd., on this 21st day of JULY, 1986.

General Partner:  
HOPS OF SOUTHEAST FLORIDA, INC.

By: Thomas A. Schellert  
Thomas A. Schellert, Vice President

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

Subscribed and sworn to before me this 21st day of JULY, 1986, by Thomas A. Schellert, who is personally known to me, and who is the Vice President of Hops of Southeast Florida, Inc., the general partner of Hops of Bonyton Beach, Ltd.



Robert E. Gasperetti  
(Signature of person taking completed document)  
ROBERT E. GASPERETTI  
(Name typed, printed or stamped)

Notary Public  
(Notary Public or Notary Officer's Name)

Not available  
(Serial Number if Notary Officer)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL 26 1986  
10:33

.....

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for Hops of Boynton Beach, Ltd., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, R. Alan Higbee for Fowler, White, Gillen, Boggs, Villareal and Banker, P.A., on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

**REGISTERED AGENT:**

**FOWLER, WHITE, GILLEN, BOGGS,  
VILLAREAL AND BANKER, P.A.**

By:   
R. Alan Higbee, For the Firm

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

Subscribed and sworn to before me this 21<sup>st</sup> day of July, 1995, by R. Alan Higbee, who is personally known to me and as Registered Agent for the Partnership.

  
(Signature of person taking acknowledgement)

(Name typed, printed or stamped)



AMY R. ECKARD  
My Commission 00000000  
Expires Apr. 10, 1998  
Bonded by ABE  
600-000-0070

Notary Public  
(Notary Public) or (Military Officer's Rank)

Not applicable  
Serial Number if Military Officer

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
OF  
HOPS OF BOYNTON BEACH, LTD.**

BEFORE ME, the undersigned personally appeared Thomas A. Scheldorf, the Vice President of Hops of Southeast Florida, Inc., as general partner of Hops of Boynton Beach, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by each limited partner are as follows:

Limited Partners	Capital Contributions	Partnership Interest
Hops of Southeast Florida, Ltd.	\$989.00	99.9%
Hops of Southeast Florida, Inc.	\$ 1.00	1.0%
TOTALS .....	\$990.00	99.0%

2. The amount of additional capital contributions anticipated to be contributed by each limited partner are as follows:

Limited Partners	Additional Capital Contributions
Hops of Southeast Florida, Ltd.	\$ 0.00
Hops of Southeast Florida, Inc.	\$ 0.00
TOTAL .....	\$ 0.00

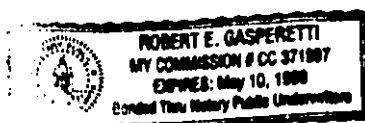
FURTHER AFFIANT SAYETH NAUGHT.

Under penalties of perjury I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.

GENERAL PARTNER:  
HOPS OF SOUTHEAST FLORIDA, INC.

By: Thomas A. Scheldorf  
Thomas A. Scheldorf, Vice President

Subscribed and sworn to before me this 21st day of July, 1995, by Thomas A. Scheldorf, who is personally known to me, and who is the Vice President of Hops of Southeast Florida, Inc., the general partner of Hops of Boynton Beach, Ltd.



Robert E. Gasperetti  
(Signature of person taking acknowledgment)  
Robert E. Gasperetti  
(Name typed, printed or stamped)

Notary Public

FILED  
STATE  
SECRETARY OF REGISTRATION  
DIVISION  
5 JUL 24 PM 10:33

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION AND \$300 PENALTY FEE

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 DEC 26 PH 4:07

1. Name of Limited Partnership

1a. DOCUMENT #  
A95000001122

HOPS OF BOYNTON BEACH, LTD.

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, If Applicable

Suite, Apt. #, etc.

City, State & Zip

2a. New Principal Office

Suite, Apt. #, etc.

City, State & Zip

Mailing Address

C/O HOPS GRILL & BAR, INC.  
3030 N. ROCKY POINT DR. WEST, STE. 600  
TAMPA FL 33607

Principal Office Address

C/O HOPS GRILL & BAR, INC.  
3030 N. ROCKY POINT DR. WEST, STE. 600  
TAMPA FL 33607

3. Date Formed or Registered to Do Business in  
FLORIDA  
07/24/1995

3a. Date of Last Report

4. State or Country of Formation

FL

5a. Capital Contributions as Shown  
on Record

\$900.00

5b. Amount of Capital Contributions in  
FLORIDA to date

990.00

6. FEI Number

59-3331696

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

8. FEES: 1.) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50  
2.) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)  
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$578.25 (\$437.50 + \$138.75)  
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.  
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE.

191.25

9. Name and Address of Current Registered Agent

FOWLER, WHITE, GILLEN, ET AL  
501 EAST KENNEDY BLVD., SUITE 1700  
TAMPA FL 33602

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

HOPS OF SOUTHEAST FLORIDA, I

11a. Address of Each General Partner  
(Do NOT Use Post Office Box Numbers)

C/O 3030 N. ROCKY POI

11b. City, State & Zip Code

TAMPA FL 33607

11c. Registration/  
Document Number

P95000033082

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

David L. Mason

DATE

12-19-95

Telephone Number

813-282-9350

Typed or Printed Name of General Partner Signing Form

DAVID L. MASON

000000

CR2E003 (6/95)



A9500000/122

ACCOUNT NO. : 072100000032

REFERENCE : 329018 4326591

AUTHORIZATION : Patricia Pizut

COST LIMIT : \$ 52.50

ORDER DATE : April 14, 1997

ORDER TIME : 9:40 AM

ORDER NO. : 329018-045

CUSTOMER NO: 4326591

CUSTOMER: Curt P. Creely, Esq  
Fowler White Gillen Boggs  
501 East Kennedy Boulevard  
Suite 1700  
Tampa, FL 33602

A9500000/122

500002141875--6

DOMESTIC AMENDMENT FILING

NAME: HOPS OF BOYNTON BEACH, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 14 PM 12:57

RECEIVED  
97 APR 14 AM 10:41  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE FL 32304  
MK 4/14/97

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HOPS OF BOYNTON BEACH, LTD.**

Pursuant to Section 620.109, *Florida Statutes*, Hops Grill & Bar, Inc. (formerly known as HG Acquisition Corp.), a Florida corporation which is the sole general partner of HOPS OF BOYNTON BEACH, LTD., a Florida limited partnership (the "Partnership"), hereby submits this Certificate of Amendment to the Certificate of Limited Partnership of the Partnership:

1. The Certificate of Limited Partnership of the Partnership was filed with the Florida Department of State on July 24, 1995.

2. On March 13, 1997, (i) Hops of Southeast Florida, Inc., the sole general partner of the Partnership, merged with and into HG Acquisition Corp., a Florida corporation, and (ii) HG Acquisition Corp. changed its name to "Hops Grill & Bar, Inc." Accordingly, Paragraph (c) of the Certificate of Limited Partnership of the Partnership is hereby deleted in its entirety and the following is substituted therefor:

"(c) The name and business address of each general partner:

name:  
Hops Grill & Bar, Inc.

business address:  
3030 N. Rocky Point Drive West  
Suite 650  
Tampa, Florida 33607"

3. The effective date of this Certificate of Amendment shall be the date of its filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment under the pains and penalties of perjury effective this 28th day of March, 1997.

HOPS GRILL & BAR, INC., general  
partner of Hops of Boynton Beach,  
Ltd.

By: David L. Mason  
David L. Mason, President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 14 PM 12:57





A9500000/122

ACCOUNT NO. : 072100000032

REFERENCE : 329018 4326591

AUTHORIZATION : Patricia Pjunt

COST LIMIT : \$ 52.50

ORDER DATE : April 14, 1997

ORDER TIME : 9:40 AM

ORDER NO. : 329018-045

CUSTOMER NO: 4326591

CUSTOMER: Curt P. Creely, Esq  
Fowler White Gillen Boggs  
501 East Kennedy Boulevard  
Suite 1700  
Tampa, FL 33602

A9500000/122

500002141875--6

DOMESTIC AMENDMENT FILING

NAME: HOPS OF BOYNTON BEACH, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 14 PM 12:51

RECEIVED  
97 APR 16 AM 10:41  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32304  
4/14/97  
JK

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HOPS OF BOYNTON BEACH, LTD.**

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Ltd.

By: David L. Mason  
David L. Mason, President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 16 PM 12:57