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Florida Department of State  
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**FOREIGN PROFIT/NONPROFIT CORPORATION**

**S.B. Restaurant Co.**

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. S.B. Restaurant Co.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

S.B. Restaurant Co. of Central Florida

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California

(State or country under the law of which it is incorporated)

3. 77-0333572

(FEI number, if applicable)

4. March 12, 1993

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

## 6. \_\_\_\_\_

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 14241 Firestone Boulevard, Suite 315, La Mirada, California 90638

(Principal office address)

14241 Firestone Boulevard, Suite 315, La Mirada, California 90638

(Current mailing address)

8. Operation of full service restaurant, and to transact any lawful business for which a corporation may be  
organized under the laws of the State of Florida

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 2731 Executive Park Dr., Ste 4

Weston

(City)

, Florida 33331

(Zip code)

## 10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place  
designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I  
further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties,  
and I am familiar with and accept the obligations of my position as registered agent.*

NRAI Services, Inc.

Sandi Hazon, Assist. Secy.  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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## 12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Please see attached list.

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: Please see attached list.

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. PAUL R. POTVIN Chief Financial Officer

(Typed or printed name and capacity of person signing application)

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**Florida Department of State  
Division of Corporations**

**Application by Foreign Corporation for  
Authorization to Transact Business in Florida**

**S.B. Restaurant Co. of Central Florida**

**Question #12 – Attachment**

**Officers:**

Robert A. Holden, President  
213 West Avenue Gaviota, San Clemente, CA 92672

Gordon D. Guy, Vice President and COO  
958 Miramonte Dr., #1, Santa Barbara, CA 93109

Reinhard T. Dorfhuber, Vice President  
1360 Trieste Lane, Carpinteria, CA 93013

Paul R Potvin, Secretary and CFO  
6026 Flambeau Road, Rancho Palos Verdes, CA 90275

**Directors:**

Robert A. Holden  
213 West Avenue Gaviota, San Clemente, CA 92672

Allan W. Karp  
172 Shore Road, Old Greenwich, CT 06870

Brenda Nancarrow  
307 Santa Rosa Lane, Santa Barbara, CA 93108

Christopher K. Reilly  
35 Beach Tree Lane, Pelham Manor, NY 10803

**State of California  
Secretary of State**

**CERTIFICATE OF STATUS  
DOMESTIC CORPORATION**

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the 12TH day of MARCH, 1993, S. B. RESTAURANT CO. became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great Seal  
of the State of California this day of  
July 12, 2007.



*Debra Bowen*

**DEBRA BOWEN  
Secretary of State**