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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Stephens Restaurants Inc.

☐ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

**RUSH**

☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

JAN 27 2000

ARTICLES OF INCORPORATION

OF

STEPHENS RESTAURANTS, INC.

FILED  
00 JAN 27 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLES I: NAME OF THE CORPORATION

The name of the corporation is STEPHENS RESTAURANTS, INC. hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 13540 North Florida Avenue, Suite 206, Tampa, Florida 33613.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

#### ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

#### ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

#### ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 13540 North Florida Avenue, Suite 206, Tampa, Florida 33613 and KENNETH B. STEPHENS is the registered agent at that address.

#### ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

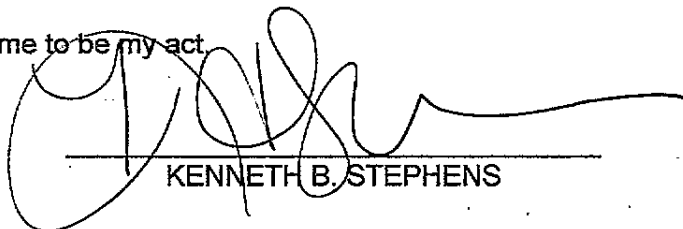
KENNETH B. STEPHENS  
13540 North Florida Avenue  
Suite 206  
Tampa, Florida 33613

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

KENNETH B. STEPHENS  
13540 North Florida Avenue  
Suite 206  
Tampa, Florida 33613

IN WITNESS WHEREOF, I, KENNETH B. STEPHENS, the undersigned incorporator, have signed these Articles of Incorporation on this 26 day of January, 2000, and acknowledged the same to be my act.

  
\_\_\_\_\_  
KENNETH B. STEPHENS

STATE OF FLORIDA )

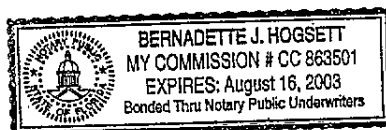
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of January, 2000 by KENNETH B. STEPHENS, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC:

SIGN: Bernadette J Hogsett

PRINT: Bernadette J Hogsett  
STATE OF FLORIDA AT LARGE



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes,  
the following is submitted, in compliance with said Acts:

First—That STEPHENS RESTAURANTS, INC., desiring to organize under the laws of the  
State of Florida with its principal office as indicated in the Articles of Incorporation, has named  
KENNETH B. STEPHENS, whose office is at 13540 North Florida Avenue, Suite 206, Tampa,  
Hillsborough County, Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above  
stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I  
am familiar with and accept the obligations of my position as registered agent.

BY:

KENNETH B. STEPHENS

DATE:

FILED  
00 JAN 27 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA