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W&W  
ATTORNEYS AT LAW

WELLBAUM & WOLFF, P.A.

R. W. WELLBAUM, JR.  
LORI WELLBAUM WOLFF\*  
\*ALSO ADMITTED IN CALIFORNIA

686 NORTH INDIANA AVENUE, SUITE A  
ENGLEWOOD, FLORIDA 34223  
TELEPHONE (941) 474-3241  
FAX (941) 475-2927

February 28, 2001

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

700003810547--7  
-03/07/01--01083--022  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: HMK Restaurants, Inc.

Dear Sir or Madam:

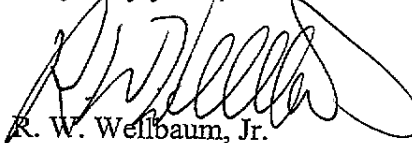
Please find enclosed an original and one copy of the Articles of Incorporation for the above referenced matter.

Please file the Articles of Incorporation with the State and return a certified copy of same to my office.

Also, enclosed is a check in the amount of \$78.75 for costs of filing.

Should you have any questions, please contact my office.

Very truly yours,

  
R. W. Wellbaum, Jr.

FILED  
01 MAR -7 AM 8:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RWW/jd

Enclosures

T. Burch MAR 13 2001

ARTICLES OF INCORPORATION

OF

HMK Restaurants, INC.

Article I – Name

The name of this corporation is: HMK Restaurants, Inc.

Article II – Duration

This corporation shall have perpetual existence.

Article III – Purpose

The purpose of this corporation shall be food and beverage service and any lawful business not prohibited by the laws of the State of Florida or the United States of America.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of one (\$1.00) dollar par value common stock.

Article V - Preemptive Rights

There shall be no preemptive rights.

Article VI - Initial Registered Office and Agent

The street address and the mailing address of the initial registered office and the principal office of this corporation is 120 Indian Avenue, Venice, Florida 34285, and the name of the initial registered agent of this corporation at that address is Helen M. Kalm.

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01 MAR -7 AM 8:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one.

The name and address of the director of this corporation is:

Helen M. Kalm  
1860 Winstan Avenue, Unit 1  
Englewood, Florida 34223

Article VIII - Incorporator

Helen M. Kalm  
1860 Winstan Avenue, Unit 1  
Englewood, Florida 34223

Article IX - By-Laws

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors, and the Shareholders.

Article X – Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

Article XI – 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.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of  
Incorporation, this 1<sup>st</sup> day of March, 2001.

Helen M. Kalm  
HELEN M. KALM

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of March  
2001, by Helen M. Kalm

[ ] who is personally known to me; or

☒ who has provided Florida Driver's License as identification.



Edna A. Saladino  
MY COMMISSION # CC964608 EXPIRES  
April 19, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

Edna A. Saladino  
Signature of Notary  
State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED


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In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act:

That HMK Restaurants, Inc. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the town of Venice, State of Florida, has named Helen M. Kalm, 120 Indian Avenue, Venice, Florida 34285, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
HELEN M. KALM

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01 MAR -7 AM 8:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA