

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P010000115128

*Sergio's Northern Italian and
Continental Cuisine, Inc.*

FILED
01 DEC -5 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-12/05/01--01015--018
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01 DEC -5 PM 11:58
DIVISION OF CORPORATE REGISTRATION

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- ☒ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record **J. BRYAN DEC - 5 2001**
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by: *WC*

Name _____

Date *12/5/01*

Time *12:00*

Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION

OF

SERGIO'S NORTHERN ITALIAN AND CONTINENTAL CUISINE, INC.

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ARTICLE I

NAME

The name of this corporation is Sergio's Northern Italian and Continental Cuisine, Inc.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any and all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock having no par value, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 2275 Atlantic Boulevard, Neptune Beach, Florida 32266, and the name of the initial registered agent of this corporation at that address is **Mary C. Sorrell, Esquire**. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by amendment to the By-Laws, but in no event shall the number of the Directors be reduced below one (1). The name and address of the initial Director and place of business of this corporation is:

NAME

ADDRESS

Chris Hionides

2275 Atlantic Boulevard, Ste. 100
Neptune Beach, Florida 32266

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address shall be:
2275 Atlantic Boulevard, Ste. 100 Neptune Beach, Florida 32266

ARTICLE VII

INCORPORATOR

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

NAME

ADDRESS

Mary C. Sorrell

2275 Atlantic Blvd., Ste. 200
Neptune Beach, Florida 32266

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt By-Laws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any By-Laws made by them that such By-Laws shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set her hand and affixed his seal, this the 4th day of December 2001.

 (SEAL)

STATE OF FLORIDA)

COUNTY OF DUVAL)

BEFORE ME personally appeared Mary C. Sorrell, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of Sergio's Northern Italian and Continental Cuisine, Inc. and acknowledged

before me that she signed such Articles of Incorporation for the
uses and purposes therein set forth.

WITNESS my hand and official seal at Neptune Beach, Duval
County, Florida, this 4th day of December, 2001.



Barbara J. Valore
MY COMMISSION # CC842483 EXPIRES
June 2, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Barbara J. Valore
Notary Public, State of Florida
Printed Name: BARBARA J. VALORE
Commission No: _____
My Commission Expires: _____

APPOINTMENT OF REGISTERED AGENT FOR CORPORATION

ACCEPTANCE OF APPOINTMENT

FILED
01 DEC -5 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Department of State
Tallahassee, Florida 32304

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

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

1. Sergio's Northern Italian and Continental Cuisine, Inc., with its place of business at 2275 Atlantic Blvd., Suite 100, Neptune Beach, Florida 32266, has named **Mary C. Sorrell, Esq.**, located at 2275 Atlantic Blvd., Suite 200, Neptune Beach, Florida 32266, as its agent to accept service of process within the State.

DATED this 4th day of December, 2001.

SERGIO'S NORTHERN ITALIAN
AND CONTINENTAL CUISINE, INC.

By: 
Chris Hionides, President

Having been named to accept service of process for the above-stated Corporation, at the place designated in the Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505 of the Florida General Corporation Act.

Dated this 4th day of December, 2001.


MARY C. SORRELL
Registered Agent