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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Peter Makris  
2110 Drew Street  
Clearwater, FL 33765

11/30/01

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-12/03/01--01056--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent / Registered Office. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation as soon as possible and return the articles back to the address below:

Peter Makris  
2110 Drew Street  
Clearwater, FL 33765

If there are any questions, or you are having problems filing the Articles, please call me at (727) 446-0000.

Very Truly Yours,

  
Peter Makris

✓  
C. BLALOCK DEC 6 2001

**ARTICLES OF INCORPORATION**

**OF**

**Adesa Grill, Inc.**

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

***The undersigned incorporator, for the purpose of forming a corporation under Florida General Corporation Act, hereby adopts the following Articles of Incorporation.***

**ARTICLE I. NAME**

***The name of the corporation shall be:***

**Adesa Grill, Inc.**

***The principal place of business of this corporation shall be:***

***3225 North 50<sup>th</sup> Street  
Tampa, Florida 33619***

***The mailing address of this corporation shall be:***

***1730 Virginia Avenue  
Palm Harbor, Florida 34683***

**ARTICLE II. NATURE OF BUSINESS**

***This corporation may engage in or transact any or all-lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.***

**ARTICLE III. CAPITAL STOCK**

*The maximum number of shares of that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock have \$1.00 per value per share.*

**ARTICLE IV. TERM OF EXISTENCE**

*The corporation is to exist perpetually.*

**ARTICLE V. OFFICERS DIRECTORS**

*This corporation is to have one director and one officer, initially. The name and street address of the initial director and officer who shall hold office for the first year of the corporation's existence, or until his successor is elected or appointed is:*

*Rodanthi Kaplaneris Koumoundouros  
PRESIDENT*

*1730 Virginia Avenue  
Palm Harbor, Fl 34683*

**ARTICLE VI. INCORPORATOR**

*The name and street address of the incorporator to the Articles of Incorporation is:*

*Rodanthi Kaplaneris Koumoundouros  
PRESIDENT*

*1730 Virginia Avenue  
Palm Harbor, Fl 34683*

**IN WITNESS WHEREOF, the under signed incorporator has executed these Articles of Incorporation this 30 day of NOVEMBER, 2001.**

**Signature of Incorporator**

  
**Incorporator**

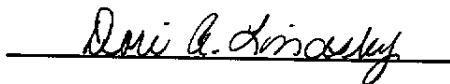
**STATE OF FLORIDA  
COUNTY OF PINELLAS**

**THE FOREGOING instrument was acknowledge and sworn to before me this 30 day of NOVEMBER, 2001, by Rodanthi Kaplaneris Koumoundouros of Adesa Grill, Inc.**

**Notary Public**



**Dori A. Lindsley  
Commission # CG 821541  
Expires Apr. 15, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.**

  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING**

**REGISTERED AGENT / REGISTERED OFFICE**

**Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida .**

- 1. The name of the corporation is:**

**Adesa Grill, Inc.**

- 2. The name and address of the registered agent and office is:**

**Name: Rodanthi Kaplaneris Koumoundouros**

**Address: 1730 Virginia Avenue**


**City: Palm Harbor State: FL Zip Code: 34683**

**SIGNATURE:** 

**TITLE: PRESIDENT**

**DATE:** 11/30/01

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I 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 607.325 FLORIDA STATUTES.**

**SIGNATURE:** 

**DATE:** 11/30/01