

Division of Corporations

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Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

SandMar Restaurant Group, Inc.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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| Estimated Charge      | \$70.00 |

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ARTICLES OF INCORPORATION  
OF  
SANDMAR RESTAURANT GROUP, INC.  
A Florida Corporation

ARTICLE 1

NAME

The name of this corporation is: SandMar Restaurant Group, Inc.

ARTICLE 2

DURATION

The duration of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of the articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3

GENERAL PURPOSES

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE 4

SHARES

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of common voting stock having a par value of \$1.00 per share.

ARTICLE 5

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of the corporation is 640 N. Peninsula Drive, Daytona Beach, FL 32118. The name and address of the initial registered agent of the corporation is Palmetto Charter Services, Inc., 150 Magnolia Avenue (Post Office Box 2491), Daytona Beach, Florida 32115-2491.

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ARTICLE 6

DIRECTORS

The number of directors constituting the initial board of directors is four and the name and address of each person who is to serve as a member thereof are as follows:

James H. Benedict  
28 Baypointe Drive  
Ormond Beach, FL 32174

Marguerite E. Benedict  
28 Baypointe Drive  
Ormond Beach, FL 32174

David W. Wilson  
112 Ridgeway Blvd.  
DeLand, FL 32724

Sandra S. Wilson  
112 Ridgeway Blvd.  
DeLand, FL 32724

The number of directors may be changed from time to time by the bylaws.

ARTICLE 7

INCORPORATOR

The name and address of the incorporator and subscriber to 1,000 shares of the common voting stock of this corporation is as follows:

David W. Wilson  
112 Ridgeway Blvd.  
DeLand, FL 32724

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these articles this 1 day of Aug, 2003.

  
\_\_\_\_\_  
David W. Wilson

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**CERTIFICATE DESIGNATING REGISTERED  
AGENT AND STREET ADDRESS FOR  
SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, SANDMAR RESTAURANT GROUP, INC.  
hereby designates Palmetto Charter Services, Inc. and 150 Magnolia Avenue, (P.O. Box 2491), Daytona  
Beach, Florida 32115-2491, as its registered agent and the street address of its registered office,  
respectively, for service of process within the State of Florida.

SANDMAR RESTAURANT GROUP, INC.

By: David W. Wilson  
Incorporator

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TALLAHASSEE, FLORIDA

**ACCEPTANCE OF DESIGNATION**

I hereby accept the foregoing designation as registered agent of SANDMAR RESTAURANT  
GROUP, INC. for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC.

By: John P. Ferguson  
John P. Ferguson,  
Vice President