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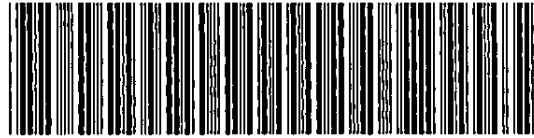
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

2007 JUL -3 A 7:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**TALLY'S GRILLE, INC.**

**FILED**  
2007 JUL -3 A 7 16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I**

The name of the corporation shall be **Tally's Grille, Inc.**

**ARTICLE II**

This corporation shall exist perpetually.

**ARTICLE III**

This corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

The corporation may also engage in any other activity or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE IV**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having a par value of One Dollar and No cents (\$1.00) per share. The holders of the shares of the corporation's stock shall have preemptive rights to acquire on a pro-rata basis any unissued shares of its stock which

the corporation intends to issue subsequently, said rights to be based upon the individual holder's existing percentage of ownership at the time of the proposed issuance.

#### **ARTICLE V**

The principal place of business of this corporation shall be 1415 Timberlane Road, Unit 112, Tallahassee, Florida 32312. The mailing address of this corporation shall be 140 Deer Ridge Circle, Havana, Florida 32333.

#### **ARTICLE VI**

The name and address of the initial registered agent is **Michael P. Bist**, 1300 Thomaswood Drive, Tallahassee, Florida 32308.

#### **ARTICLE VII**

The affairs of the corporation shall be managed by a board of directors, a president, a secretary and a treasurer. There also may be vice-presidents with such authority as designated by the president. Such officers shall be elected at the first meeting of the board of directors following each annual meeting of members.

The names of the officers who are to serve until the first election are:

<b>Dixie Lord</b>	-	<b>President/Secretary</b>
<b>Leslie Lord</b>	-	<b>Vice President/Treasurer</b>

#### **ARTICLE VIII**

The number of persons constituting the first board of directors of the corporation shall be two (2) and the names and addresses of such persons who shall serve as directors until the first election are:

**Dixie Lord**  
**140 Deer Ridge Circle**  
**Havana, Florida 32333**

**Leslie Lord**  
**140 Deer Ridge Circle**  
**Havana, Florida 32333**

**ARTICLE IX**

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

**Dixie Lord  
140 Deer Ridge Circle  
Havana, Florida 32333**

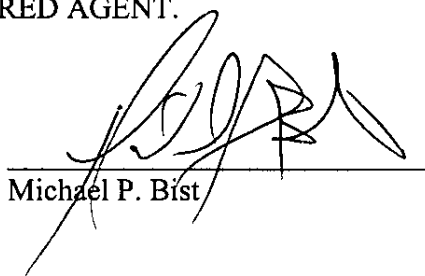
**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 2<sup>nd</sup> day of July, 2007.

  
**Dixie Lord  
Incorporator**

**GARDNER, WADSWORTH, DUGGAR,  
BIST & WIENER, P.A.  
Attorneys for Corporation  
1300 Thomaswood Drive  
Tallahassee, Florida 32308  
(850) 385-0070**

**REGISTERED AGENT DESIGNATION:**

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.



Michael P. Bist

Address:

1300 Thomaswood Drive  
Tallahassee, Florida 32308

July 2, 2007

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA