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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION

GRIM'S SPORTS KEY WEST, INC.

Certificate of Status	0
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Page Count	03
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CAPITAL CONNECTION

NO. 2189

SECRETARY OF STATE
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**ARTICLES OF INCORPORATION
OF
GRIM'S SPORTS KEY WEST, INC.**

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is **GRIM'S SPORTS KEY WEST, INC.**, and its principal place of business shall be located at 3100 Flagler Avenue, Key West, Florida 33040, and the mailing address is 1112 Olivia Street, Key West, Florida 33040.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in the business of a restaurant/bar, as well as to carry on any and all incidental business.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is ten thousand (10,000) shares of common stock at ten dollars (\$10.00) par value, which shall be designated as "Common Shares." The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty-five (35) natural persons, or the estate of such natural persons. Additionally, no stock shall be issued or transferred to a nonresident alien. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1112 Olivia Street, Key West, Florida 33040, and the name of the initial registered agent of this corporation at that address is Deborah L. Bertolini.

ARTICLE VI - DIRECTORS

Initially, this corporation shall have two (2) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial directors are as follows:

Name

Debra L. Bertolini

John H. Grimesey

Address

1112 Olivia Street, Key West, FL 33040

1112 Olivia Street, Key West, FL 33040

ARTICLE VII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

NamePresident/
Treasurer

Debra L. Bertolini

Address

1112 Olivia Street, Key West, FL 33040

Vice President/
Secretary

John H. Grimesey

1112 Olivia Street, Key West, FL 33040

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporators signing these articles are Debra L. Bertolini and John H. Grimesey, both of 1112 Olivia Street, Monroe County, Key West, Florida 33040.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 incorporators have executed these Articles of Incorporation on the date of signing.

Dated: February 18, 2009

Joe Ganister
Witness

By Debra L. Bertolini
Debra L. Bertolini
Incorporator
By John H. Grimes
John H. Grimes
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Grim's Sports Key West, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Debra L. Bertolini, located at 1112 Olivia Street, Key West, FL 33040, as its agent to accept service of process within Florida.

Dated: February 18, 2009

Joe Ganister
Witness

By Debra L. Bertolini
Debra L. Bertolini
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated: February 18, 2009

Joe Ganister
Witness

By Debra L. Bertolini
Debra L. Bertolini
Resident Agent

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