

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H10000004325 3)))



H100000043253ABCP

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.
Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : GREEN SCHOENFELD & KYLE LLP
Account Number : I20000000177
Phone : (239) 936-7200
Fax Number : (239) 936-7997

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION
Rib City San Carlos, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$87.50

RECEIVED JAN - 7 2010

Electronic Filing Menu

Corporate Filing Menu

Help

MRS 1/8

H10000004325 3

Articles of Incorporation**of****Rib City San Carlos, Inc.****A Florida Corporation**

FILED
10 JAN - 7 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby associates to form a corporation (the "Corporation") under Chapter 607 of the Florida Statutes.

1. Name

The name of the Corporation is Rib City San Carlos, Inc. The Corporation's principal office (and mailing address) is located at 1429 Colonial Boulevard, Suite 203, Fort Myers, Florida 33907 in Lee County, Florida. The Board of Directors may from time to time move the principal office of the Corporation to any other address in the State of Florida.

2. Nature of Business

The Corporation is formed to engage or transact in any or all lawful activities or business permitted under the laws of the United States of America, the State of Florida or any other state, country, territory or nation.

3. Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized.

4. Capital Structure

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having One Dollar (US\$1.00) par value per share.

5. Term of Existence

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation in the office of the Secretary of State of the State of Florida, and the Corporation shall have perpetual existence thereafter.

FILED

H10000004325 3

10 JAN -7 AM 9:30

6. IncorporatorSECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of the incorporator of these Articles of Incorporation are:
Bruce D. Green, 1380 Royal Palm Square Boulevard, Fort Myers, Florida 33919.

7. Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 1380 Royal Palm Square Boulevard, Fort Myers, Florida 33919, and the name of the initial registered agent at such address is Bruce D. Green.

8. Directors

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected in accordance with Bylaws adopted for the Corporation. The first Board of Directors, consisting of those persons who shall serve until their successors are duly elected and qualified, shall be appointed by the incorporator pursuant to Florida Statutes Section 607.0205.

9. Officers

The Corporation shall have officers as provided in Bylaws adopted for the Corporation.

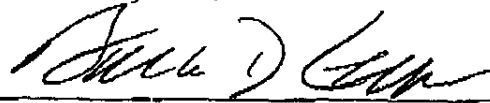
10. Bylaws

The Board of Directors shall provide such Bylaws for the conduct of the Corporation's business and for the carrying out of the Corporation's purposes as the Board of Directors may deem necessary from time to time.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on January 7, 2010.


Bruce D. Green, Incorporator**Acceptance by Registered Agent**

Having been named to accept service of process for Rib City San Carlos, Inc. at the place designated hereinabove, I hereby accept the designation to act in this capacity, and acknowledge that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Bruce D. Green, Registered Agent
Dated: January 7, 2010