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JUN 17 2010
D. A. WHITE

CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 417809 82361A

AUTHORIZATION :

COST LIMIT : $ 78.75

ORDER DATE : June 16, 2010

ORDER TIME : 10:47 AM

ORDER NO. : 417809-005

CUSTOMER NO: 82361A

DOMESTIC FILING

NAME: SAND WATER GRILL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Jeanine Reynolds - EXT. 2933

EXAMINER'S INITIALS: ______

ARTICLES OF INCORPORATION
OF
SAND WATER GRILL, INC,

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THE UNDERSIGNED, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this Corporation is: SAND WATER GRILL, INC,

ARTICLE II

The duration of this corporation is perpetual.

ARTICLE III

The purpose or purposes for which this corporation is organized are:

A. The operation of a retail food restaurant, the sale of beer, wine and alcoholic beverages in such restaurant and, the employment of employees and all acts necessary to carry out same.

B. To acquire by purchase, exchange, gift, bequest and subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange, or otherwise dispose of or deal in or with its own corporate securities or stock or other securities, including without limitations, any shares of stock, bonds, debentures, notes, mortgages, or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm, association or corporation, or any government or subdivisions, agencies or instrumentalities thereof; to make payment therefore in any lawful manner or to issue in exchange therefore its own securities or to use its unrestricted or unreserved earned surplus for the purchase of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.

C. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the subjects herein enumerated, or which may at any time appear conducive to or expedient for the protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the world as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation, specifically including the right to register and do business under fictitious names.

D. The foregoing clauses shall be construed both as purposes and powers, and shall not be held to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the Laws of the State of Florida; and it is the intention that the purposes and powers specified in each of the paragraphs of this Article III shall be regarded as independent purposes and powers.

ARTICLE IV - STOCK

The aggregate number of shares which this corporation shall have authority to issue is 7500 shares of Class A common voting stock at $1.00 par value per share. Fully-paid stock of this corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. To the extent of the par value of such shares, and the excess, if any, of consideration received for such shares, same shall constitute capital surplus.

ARTICLE V - AMENDMENT

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a Shareholders meeting called for that purpose.

ARTICLE VI - SHAREHOLDER RIGHTS

Shareholders of the corporation shall have pre-emptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Pre-emptive rights shall also apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

This article pertaining to pre-emptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the Shareholders of the corporation.

ARTICLE VII - INITIAL OFFICE AND AGENT

The street address of this corporation's principal place of business and mailing address is 9245 S.E. Woods End Place, Tequesta, Florida 33469, and its initial Registered Agent is SCOTT KRAMER, ESQUIRE, at 6650 West Indiantown Road, Suite 200, Jupiter, Florida, 33458.

ARTICLE VIII - DIRECTORS

The number of directors constituting the initial board of Directors of this corporation is two (2). The names and addresses of the persons to serve as Directors until the first annual meeting of shareholders, or until their successors are elected and qualify, are:

Name	Address
DALE DIVELY	9245 S.E. Woods End Place Tequesta, Florida 33469
JOANNE DIVELY	9245 S.E. Woods End Place Tequesta, Florida 33469

ARTICLE IX - INCORPORATORS

The name and address of the incorporator is:

Name	Address
SCOTT KRAMER, ESQUIRE	6650 W. Indiantown Rd., Ste. 200 Jupiter, Florida 33458

ARTICLE X - COMMON DIRECTORS - TRANSACTIONS BETWEEN CORPORATIONS

No contract or other transaction between this corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its Directors are directors or officers or are financially interested, shall either be void or voidable because of such relationship or interest if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by vote or consent sufficient for the purpose without counting the votes or consents of such interested Director; or (b) the fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or © the contract is fair and reasonable to the corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies such contract or transactions.

ARTICLE XI - BY-LAWS

The By-Laws of the corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Shareholders at any meeting thereof.

SCOTT KRAMER, Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me this 15th day of June, 2010 by SCOTT KRAMER.

SUSAN CZAPLICKI
MY COMMISSION # DD 645477
EXPIRES: June 30, 2011
Bonded Thru Notary Public Underwriters

Notary Public
Susan Czaplicki
(Print name)
Commission No:

Personally Known ✓ OR Produced
Identification ________
Type of Identification______________.

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CERTIFICATE DESIGNING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted pursuant to Section 48.091(1) and Section 607.034, Florida Statutes:

SAND WATER GRILL, INC,, desiring to organize under the laws of the State of Florida being in the County of Palm Beach, has named SCOTT KRAMER, at 6650 West Indiantown Road, Suite 200, Jupiter, Florida, 33458, as its initial registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the above stated office within this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to post therein a sign designating the name of the corporation and the name of its registered agent.

Dated this 15th day of June, 2010.

SCOTT KRAMER

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me this 15th day of June, 2010, by SCOTT KRAMER.

SUSAN CZAPLICKI
MY COMMISSION # DD 645477
EXPIRES: June 30, 2011
Bonded Thru Notary Public Underwriters

Susan Czaplicki
Notary Public
Susan Czaplicki
(Print name)
Commission No:

Personally Known ✓ OR Produced
Identification ________
Type of Identification______________.