

**Electronic Articles of Incorporation
For**

P11000095204
FILED
November 02, 2011
Sec. Of State
tburch

RUTH'S CAFE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

RUTH'S CAFE, INC.

Article II

The principal place of business address:

3401 NW 7TH STREET
MIAMI, FL. 33125

The mailing address of the corporation is:

3401 NW 7TH STREET
MIAMI, FL. 33125

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

ERNESTO A PEREZ
3401 NW 7TH STREET
MIAMI, FL. 33125

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: ERNESTO A. PEREZ

Article VI

The name and address of the incorporator is:

ERNESTO A. PEREZ
3401 NW 7TH STREET

MIAMI, FL 33125

Electronic Signature of Incorporator: ERNESTO A. PEREZ

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PCEO
ERNESTO A PEREZ
3401 NW 7TH STREET
MIAMI, FL. 33125

Title: CFO
CHRIS GRESSETT
3401 NW 7TH STREET
MIAMI, FL. 33125

Article VIII

The effective date for this corporation shall be:

10/31/2011