

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 323
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CSC networks

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

P95000005186

800-340-016

95 JAN 20 11:30

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 527921 10072A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : January 20, 1995

ORDER TIME : 9:28 AM

ORDER NO. : 527921

CUSTOMER NO: 10072A

CUSTOMER: Arthur Lambertus, Esq
LAMBERTUS & LAMBERTUS

Suite 604
2929 East Commercial Boulevard
Fort Lauderdale, FL 33308

RUSH WILL WAIT

DOMESTIC FILING

*** RUSH WILL WAIT **

NAME: D.R.S. RESTAURANT CORP.

P95000005186

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☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Hamilton

EXAMINER'S INITIALS:

TPM
1-20-95
02/4

FILED
95 JAN 20 11:30
TALLAHASSEE, FL 32304

**ARTICLES OF INCORPORATION
OF
D.R.S. RESTAURANT CORP.**

FILED
95 JAN 20 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

NAME

The name of the corporation shall be **D.R.S. RESTAURANT CORP.** The principal office of the corporation is **50 Southeast 12th Street, Unit 215, Boca Raton, Florida 33432** and the mailing address of the corporation is **50 Southeast 12th Street, Unit 215, Boca Raton, Florida 33432.**

DURATION

The term of existence is perpetual.

PURPOSE

The purposes for which the corporation is organized are:

To engage generally in the business of investing, managing, operating and dealing in and with **restaurants** and related services, businesses and improvements of every kind and nature.

To purchase, improve, develop, lease, exchange, sell, hold and otherwise deal in and turn to account both real and personal property of every kind and nature; and to purchase, lease, construct, manage, and operate buildings of every kind and character whatsoever; and to finance the purchase, improvement, development and any other

disposition of land and buildings belonging to the corporation; and to manage, supervise, lease, sublet, operate, control, and occupy buildings and properties of every kind.

To borrow and contract debts when necessary, convenient or incidental to the transaction of the corporation's business or in the exercise of its corporate rights and privileges, as it shall deem necessary and expedient, or for any other lawful purpose of its incorporation; and to issue and deal in bonds, notes, debentures, securities, or other evidences of indebtedness payable at a specified time and/or event, whether secured, for monies borrowed or in payment for property acquired or for any other lawful purpose of the corporation; and to secure the same by mortgage or deed of trust or pledge or other pledge or other lien upon any part or all of the property, privileges, rights or franchises of the corporation, wheresoever situate, acquired or to be acquired; and to confer upon the holder of such debentures, bonds, or other evidences of indebtedness of the corporation, secured or unsecured, the right to convert the principal thereof into any preferred or common stock of the corporation upon such terms and conditions as shall be fixed by the Board of Directors; and to sell, pledge, or otherwise dispose of such debentures, bonds, notes, and obligations in such manner and upon such terms and conditions as the Board of Directors may deem judicious, subject to these Articles of Incorporation and the By -laws of the corporation and to law.

To purchase, hold, sell and reissue the shares of its own capital stock.

To apply for, acquire, buy, sell, assign, lease, pledge, mortgage or otherwise dispose of letters of patent of the United States or any foreign country, patent rights,

licenses, privileges, inventions, trademarks, tradenames, and pending applications therefor.

To buy, lease or otherwise acquire, so far as may be permitted by law, the whole or any part of the business, good will and assets of any person, firm, association or corporation (either foreign or domestic).

To cause to be formed, to promote and aid in the formation of any corporation, either foreign or domestic, and for profit or non-profit, and to hold and dispose of capital stock in other companies or corporations.

To acquire, hold, own, dispose of and generally deal in concessions, grants, franchises, and contracts of every kind.

To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with, or auxiliary to, the foregoing business.

To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

The foregoing especially enumerated powers shall not be considered a limitation of powers, but shall be in addition to and cumulative with any and all present and future powers provided by law in the State of Florida and generally controlling inherent and vested powers and rights of corporations for profit.

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000 shares and each share shall be the par value of \$1.00. The stock of this corporation shall be common stock and shall be fully paid and non-assessable. The transfer or other disposal of stock of this corporation shall not be legal, valid or binding unless a record of such transfer or disposal is recorded in the books of the corporation.

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is 50 Southeast 12th Street, Unit 215, Boca Raton, Florida 33432 and the name of the initial registered agent at that address is RICHARD D. SILVERS.

BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors which shall consist of one (1) member or members; but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the By-Laws of the corporation. The members of the Board of Directors need not be stockholders of the corporation.

The name and mailing address of each initial member of the first Board of Directors who shall hold office until the first annual meeting or until such member's successor is elected and qualified, are set forth below:

NAME

RICHARD D. SILVERS

ADDRESS

**50 Southeast 12th Street, Unit 215
Boca Raton, Florida 33432**

INCORPORATOR

The name and mailing address of the Incorporator of the corporation is:

NAME

RICHARD D. SILVERS

ADDRESS

**50 Southeast 12th Street, Unit 215
Boca Raton, Florida 33432**

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
this 19th day of January, 1995.

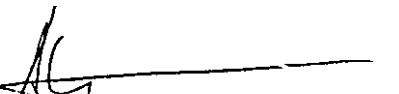


RICHARD D. SILVERS

**STATE OF FLORIDA
COUNTY OF BROWARD**

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **RICHARD D. SILVERS**, who is personally known to me, and who executed the foregoing **Articles of Incorporation** and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed, and who did take an oath.

WITNESS my hand and Official Seal in Fort Lauderdale, Florida this 19th day of January, 1995.



Notary Public, State of Florida
Printed Name:
My Commission Expires:



ARTHUR W. LAMBERTUS
MY COMMISSION # CC 182848 EXPIRES
May 2, 1996
BONDED THRU TRICY FARM INSURANCE, INC.

RESIDENT AGENT DESIGNATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

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

That **D.R.S. RESTAURANT CORP.**, desiring to organize or qualify under the laws
of the State of Florida, with its principal place of business at **50 Southeast 12th Street,**
Unit 215, Boca Raton, Florida 33432 has named **RICHARD D. SILVERS** located **50**
Southeast 12th Street, Unit 215, Boca Raton, Florida 33432 as its agent to accept
service of process within Florida.

Having been named 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; and I
further agree to comply with the provisions of all statutes relative to the proper and
complete performance of my duties.

INCORPORATOR:

DATE:

RESIDENT AGENT:

DATE:

Moss
JAN 19 1995
Moss
JAN 19 1995

FILED
95 JAN 20 PM 11:37
SECRET
TALLAHASSEE, FLORIDA