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MAR FEB - 8 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Grady Atlantic Dining Inc

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Certificate of Status

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File 2nd

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

F. CHESSER FEB 8 1995

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DIVISION OF C

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
GULF ATLANTIC DINING, INC.

FILED  
1995 FEB -8 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be GULF ATLANTIC DINING, INC.

ARTICLE II

Purpose

This Corporation shall be organized for the purpose of engaging in the development of restaurant sites, the acquisition, operation and sale of restaurant businesses, and all manner and types of transactions in connection therewith, and for any business which is lawful under the laws of the State of Florida.

ARTICLE III

Agent

The registered agent of this Corporation shall be John C. Henderson. The address of the registered agent shall be 3390 Capital Circle, N.E., Tallahassee, Florida 32308.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

Address

The initial street address of the principal office of this Corporation shall be 3390 Capital Circle, N.E., Tallahassee, Florida 32308.

## ARTICLE VI

### Capital Stock

The authorized capital stock of this Corporation shall consist of 10,000 shares of voting common stock having a par value of ten cents (\$0.10) each.

## ARTICLE VII

### Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

## ARTICLE VIII

### Directors

This Corporation shall have two (2) directors initially. The number on the Board shall be set from time to time by the Corporation's stockholders in the manner provided in the Corporation's By-Laws. The initial Directors of the Company shall be as follows:

<u>Name</u>	<u>Address</u>
John C. Henderson	2932 Bluefield Land Tallahassee, Florida 32308
Alan W. Raydo	9238 State Line Road Leawood, Kansas 66209

## ARTICLE IX

### Incorporator

The name and address of the Incorporator is: John C. Henderson, 3390 Capital Circle, N.E., Tallahassee, Florida 32308.

## ARTICLE X

### Officers

The officers of the Corporation shall be a president, vice president and a treasurer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for

such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The names of the initial officers are as follows:

<u>Office</u>	<u>Name</u>
President, Secretary	John C. Henderson
Vice President, Treasurer	Alan W. Raydo

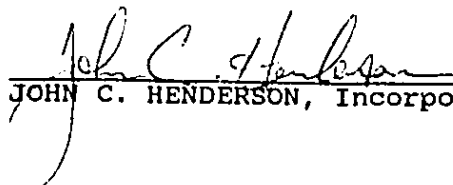
#### ARTICLE XI

##### Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted under Chapter 607, Florida Statutes, or its successor statute.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 7th day of February, 1995 for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

  
JOHN C. HENDERSON, Incorporator

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared JOHN C. HENDERSON, and being first duly sworn and upon his oath, stated that he signed the above Articles of Incorporation for the conditions and purposes therein expressed this 4th day of February, 1995.



CATHI C. WILKINSON  
MY COMMISSION # CC384724 EXPIRES  
July 17, 1998  
BONDED THROUGH TROY FAIR INSURANCE, INC.

Cathi C. Wilkinson  
NOTARY PUBLIC - STATE OF FLORIDA  
Cathi C. Wilkinson  
PRINTED NAME OF NOTARY; COMMISSION  
NUMBER AND EXPIRATION OF COMMISSION

Personally known to me ✓  
or produced the following identification: \_\_\_\_\_

C:\users\jodick\gulf.art

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: GULF ATLANTIC DINING,  
INC.

2. The name and address of the registered agent and office is:  
John C. Henderson  
(NAME)

3390 Capital Circle, N.E.  
(P.O. BOX NOT ACCEPTABLE)

Tallahassee, Florida 32308  
(CITY/STATE/ZIP)

SIGNATURE [Signature]  
TITLE Incorporator  
DATE 2/7/95

FILED  
1995 FEB -8 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND 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.

SIGNATURE [Signature]  
DATE 2/7/95  
REGISTERED AGENT FILING FEE: \$35.00

P 95000010527

RUDEN, MCCLOSKEY, SMITH, P.C. AL.

Requestor's Name

215 SOUTH MONROE STREET - #815

Address

TALLAHASSEE, FL 32301 681-9027

City/State/Zip

Phone #

500001763605

-04/01/96--01007--004

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
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(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☐ Certified Copy

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☐ Certificate of Status

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95 MAR 29 PM 4:16  
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TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	*** / **

OTHER FILINGS	
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<input type="checkbox"/>	Fictitious Name
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<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION

Name Change 4/1/96

Examiner's Initials

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**ARTICLES OF AMENDMENT OF THE  
ARTICLES OF INCORPORATION**

Pursuant to the provisions of FSA § 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation before amendment:  
GULF ATLANTIC DINING, INC.

2. The name of the corporation after amendment:  
GULF ATLANTIC HOSPITALITY, INC.

3. The text of each amendment as adopted is as follows:

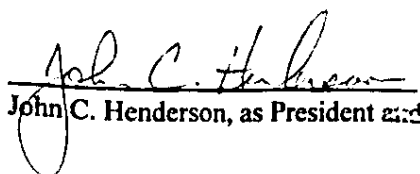
Article I shall read: "The name of the corporation is GULF ATLANTIC HOSPITALITY, INC.

4. The date of adoption of the amendment was: March 19, 1996.

5. The amendment was duly approved shareholder action in accordance with the provisions of FSA § 607.1003.

6. This amendment will be effective upon filing.

Date: March 29, 1996.

  
John C. Henderson, as President and Secretary

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96 MAR 29 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA