

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8006

CSO networks

MAIL TO:
P.O. BOX 50528
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 552914 6849A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : March 3, 1995

ORDER TIME : 10:27 AM

ORDER NO. : 552914

CUSTOMER NO: 6849A

CUSTOMER: Mary Bradtke, Legal Asst
ASMA & WRIGHT

886 South Dillard Street

Winter Garden, FL 34787

RUSH WILL WAIT

DOMESTIC FILING

800001420758

XXX

NAME: TRACY'S GRILL & PUB, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

FILED
95 MAR -3 AM 11:26
TALLAHASSEE

Jim
3-3-95
cl

ARTICLES OF INCORPORATION
OF
TRACY'S GRILL & PUB, INC.

FILED
95 MAR -3 11:28
SEAL
TALLAHASSEE

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TRACY'S GRILL & PUB, INC.

The address of the principal office of this corporation shall be 636 Oakdale Street, Windermere, Florida 34786, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Nays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Deena Jean LaHood-Bingham
Dir./Pres./Sec.

636 Oakdale Street
Windermere, Florida 34786

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Nays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on March 3, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: Karen B. Rozar
Its Agent, Karen B. Rozar

KBR/jwk

William S. Asma
Lynn Walker Wright

Asma & Wright, P. A.
Attorneys and Counselors At Law
880 South Dillard Street
Post Office Box 771340
Winter Garden, Florida 34777-1340
(tel) 814-199

(407) 650-5750
FAX No. (407) 650-0400

P95000017558

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Tracy's Grill & Pub, Inc.
Our File No. 95-156

RECEIVED
03/24/95--01020--017
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed please find a Statement of Registered Agent form duly executed by Deena Jean Lalloo-Bingham as President of the above-named corporation along with a check in sum \$35.00 as your fee for making the change in Registered Agent so indicated on the enclosed form.

Thank you for your attention to this matter, and, please return a copy of this letter so enclosed indicating your receipt of same in the enclosed envelope.

Sincerely,

ASMA & WRIGHT, P.A.

Mary T. Bradtke
Mary T. Bradtke
Legal Assistant

mtb
Enclosure

FILED
55 MAR 21 PM 2:37
TALLAHASSEE
STATE
SECRETARY

Change
03-22-95
EX

STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501, and 607.0502, or 607.1503, Florida Statute, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is Tracy's Grill & Pub, Inc.

2. The name and address of its present registered agent is

CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

Deena Jean Lallood-Bingham

636 Oakdale Street

Windermere, Florida 34786

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Deena Jean Lallood-Bingham, Pres.
(Typed or printed name and title)

Signature

(President or Vice President)

Date March 14, 1995

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Deena Jean Lallood-Bingham

Signature

(Agent)

Date March 14, 1995