

P 950000 602791

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1 800 342-8062
 FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No.: _____

State Fee \$ _____ Our \$ _____

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<i>AAK</i>	_____	_____

WALK-IN *5/13* *120/C*
 Will Pick Up _____

RE: Swigart Magnolia's
Grille, Inc.

C.C. FEE. DISBURSED

Capital ExpressTM
 Art of Inc File
 Corp. Record Search
 Ltd. Partnership File
 Foreign Corp File
 () Corr. Copy(n)

Art of Amend File
 Dissolution/Withdrawal *\$100.00*
 C U S. *125.00* *01010.00*
 Fictitious Name File *444-122.50* *444-122.50*

Name Reservation
 Annual Report/Reinstatement
 Reg. Agent Service
 Document Filing

Corporate Kit
 Vehicle Search
 Driving Record
 Document Retrieval

UCC 1 or 3 File
 UCC 11 Search
 UCC 11 Retrieval
 File No.'s. _____ Copies
 Courier Service
 Shipping/Handling
 Phone ()
 Top Priority
 Express Mail Prop.
 FAX () pgs

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit Invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per annum

THANK YOU
 from
 Your Capital Connection

A. T. COOPER III
ATTORNEY AT LAW
1210 MYRTLE AVENUE SOUTH
SUITE 102
CLEARWATER, FLORIDA 33516
TELEPHONE (813) 442-0212 • FAX (813) 441-4030

FILED
FLORIDA SECRETARY OF STATE
CORPORATIONS

05 AUG 15 AM 10:40

August 14, 1995

Department of State
Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

RE: **SUGAR MAGNOLIA'S GRILLE, INC.**
My File No.: 94-720

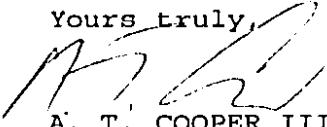
Dear Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-named prospective corporation, along with my check to cover the following:

Filing fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
	\$122.50

Please return one certified copy of the Articles to this office.

If you have any questions, please do not hesitate to call.

Yours truly,

A. T. COOPER III

ATCIII/mss
Enclosures

FLORIDA
THE STATE OF
CIVIL AND CORPORATIONS

ARTICLES OF INCORPORATION

95 JUN 15 AM 10:40

OF

SUGAR MAGNOLIA'S GRILLE, INC.

The undersigned, being the incorporators to these Articles of Incorporation, competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Corporation is **SUGAR MAGNOLIA'S GRILLE, INC.**

ARTICLE II
DURATION

This corporation shall have perpetual existence, which existence shall commence upon the time of filing and continue until terminated by unanimous agreement of the members.

ARTICLE III
PURPOSES

A. To erect, construct, establish, purchase, lease, and otherwise acquire, and to hold, use, equip, outfit, supply, service, maintain, operate, sell and otherwise dispose of, restaurants, inns, taverns, cafes, cafeterias, grills, automats, buffets, diners, delicatessens, lunch rooms, coffee shops, luncheonettes, ice cream parlors, milk bars, candy stores, soda fountains, bakeries, kitchens, bars, saloons, cocktail lounges, banquet halls, catering establishments, concessions, and other eating and drinking places and establishments of every kind and description, and checkrooms, newsstands, and cigar, cigarette, and tobacco stands and stores, and generally to conduct the business of restaurateurs, caterers, innkeepers, tobacconists, bakers, butchers, cooks, concessionaires, and purveyors, suppliers, preparers, servers, and dispensers of food and drink; and to engage in all activities, to render all services, and to buy, sell, use, handle, and deal in all fixtures, machinery, apparatus, equipment,

accommodations, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

To manufacture, produce, treat, purchase, and otherwise acquire, cook, bake, and otherwise prepare, can, bottle, and otherwise package, and exchange, distribute, sell, and otherwise dispose of, handle, market, store, import, export, deal and trade in and with confections, extracts, syrups, food, and food products of every kind and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas, and other drinks and beverages of every kind and description, ice cubes, crushed and block ice, cigars, cigarettes, tobacco, and smoking supplies; and products, books, newspapers, magazines, and other publications, and all similar, kindred, and allied articles, products, and merchandise.

B. This corporation is also organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as presently enacted and as it may be amended from time to time.

ARTICLE IV **CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, having par value of \$1.00 per share.

ARTICLE V **PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI **REGISTERED AND PRINCIPAL OFFICE OF CORPORATION;** **MAILING ADDRESS OF CORPORATION; AND** **REGISTERED AGENT OF CORPORATION**

The street address of the initial registered and principal office and mailing address of this corporation is: 2890 West Bay Drive, Belleair Bluffs, Florida 34640.

The name and address of the registered agent of this corporation are: ERIC F. JOHNSON, 2890 West Bay Drive, Belleair Bluffs, Florida 34640.

ARTICLE VII **INCORPORATORS**

The names and addresses of the persons signing these Articles are: ERIC F. JOHNSON, 2890 West Bay Drive, Belleair Bluffs, Florida 34640, and MELISSA R. JOHNSON, 2890 West Bay Drive, Belleair Bluffs, Florida 34640.

ARTICLE VIII **INITIAL BOARD OF DIRECTORS**

Initially, this corporation shall not have more than three (3) directors and no less than one (1) director. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
ERIC F. JOHNSON	2890 West Bay Drive Belleair Bluffs, Florida 34640
MELISSA R. JOHNSON	2890 West Bay Drive Belleair Bluffs, Florida 34640

ARTICLE IX **OPERATIONS** **RESTRICTIONS ON TRANSFER OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his or her name:

<u>NAME</u>	<u>NUMBER OF SHARES</u>
ERIC F. JOHNSON	50
MELISSA R. JOHNSON	50

Shares held by shareholders may not be sold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price

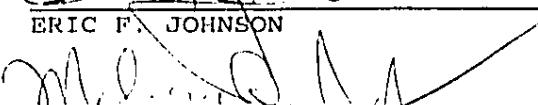
and terms at which, and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the share holders of this corporation.

ARTICLE X
MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All of the corporate powers and the business affairs may be managed or exercised by or under the sole authority or at the direction of the shareholder or shareholders of this corporation.

IN WITNESS WHEREOF, the undersigned incorporator have executed these Articles of Incorporation this 11th day of August, 1995.


ERIC F. JOHNSON


MELISSA R. JOHNSON

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State set forth above, personally appeared ERIC F. JOHNSON and MELISSA R. JOHNSON to me personally known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed same for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me in my presence this 11th day of August, 1995.

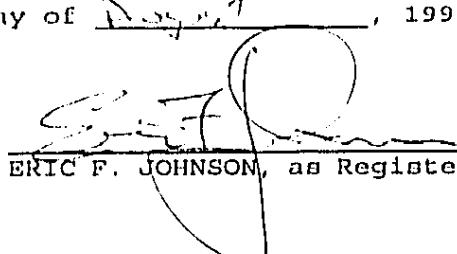

NOTARY PUBLIC
Print Notary Name:
My Commission expires:
OFFICIAL NOTARY SEAL
MARY SUE STARLING
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC211093
MY COMMISSION EXP. NOV. 8 1996

100

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for **SUGAR MAGNOLIA'S GRILLE, INC.**, the above named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida.

Dated this 11th day of August, 1995.


ERIC F. JOHNSON, as Registered Agent

FLORIDA
STATE
REGISTRATION
DIVISION
04-01015-10