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10-4-96.

Mark Rutcki

Requester's Name

100 SE 2nd St. #3350

Address

MIAMI FL 33131

City

State

ZIP

Phone

347-4030A

VALIDATION ONLY

FILED

06 JUN -7 PM 12:36

CLERK OF STATE  
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

Southern Hospitality Group Inc.



Empire Toll Free: 1-800-432-3028

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

W96-11899

504

F. CHESSEY JUN 7 1996

CERTIFIED COPY

RECEIVED  
95 JUL -5 AM 10:13  
DIVISION OF CORPORATION

Letter Release



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

96 JUN -7 10 27  
OFFICE OF THE SECRETARY OF STATE

June 5, 1996

EMPIRE

TALLAHASSEE, FL 32301

SUBJECT: SOUTHERN HOSPITALITY GROUP, INC.  
Ref. Number: W96000011899

We have received your document for SOUTHERN HOSPITALITY GROUP, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 896A00028110



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 29, 1996

ATTORNEYS TITLE INSURANCE FUND, INC.

The name SOUTHERN HOSPITALITY GROUP, INC. has been reserved for 120 days beginning May 29, 1996. The reservation number is R96000002715 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 496A00026830

**ARTICLES OF INCORPORATION  
of  
SOUTHERN HOSPITALITY GROUP, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is: Southern Hospitality Group, Inc.

**ARTICLE II  
CORPORATE AND MAILING ADDRESS**

6552-C Chasewood Drive  
Jupiter, Florida 33458

**ARTICLE III  
NATURE OF BUSINESS**

The nature of the business will be to own and operate a restaurant and other similar businesses; the nature of business includes, and is not limited to, doing all and everything necessary and proper for the successful operation of this corporation and for the protection and benefit of this corporation.

**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares of common stock, all of the same class, having no par value. The maximum number of shares authorized may be changed by amendment to these Articles of Incorporation according to the amendment procedure as outlined below.

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TALLAHASSEE, FLORIDA

**ARTICLE V  
INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

**ARTICLE VI  
TERMS OF EXISTENCE**

This corporation shall have perpetual existence commencing upon five (5) business days prior to the date of the filing of these Articles of Incorporation.

**ARTICLE VII  
INITIAL REGISTERED AGENT AND OFFICE**

Mark C. Rutecki, Esq.  
International Place, Suite 3350  
100 Southeast 2nd Street  
Miami, Florida 33131  
(305)347-4030

The Board of Directors from time to time may move the Registered Agent of this corporation to any other office in the State of Florida or change the registered agent by filing the change with the secretary of the state of Florida.

**ARTICLE VIII  
BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the Bylaws of this corporation, but shall never be less than one.

**ARTICLE IX  
INITIAL DIRECTOR NAMES AND ADDRESSES**

David Rutecki  
6552-C Chasewood Drive  
Jupiter, Florida 33458

The initial director shall hold office for the first year of existence of this corporation or until his successors are elected or appointed.

#### **ARTICLE X INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Mark C. Rutecki, Esq.  
International Place, Suite 3350  
100 Southeast 2nd Street  
Miami, Florida 33131  
(305)347-4030

#### **ARTICLE XI AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made without the formalities of meetings by the Board of Directors and stockholders.

#### **ARTICLE XII MANAGEMENT**

All corporate powers shall be exercised by, and the business and affairs of this corporation shall be managed by, the Board of Directors of this corporation.


#### **ARTICLE XIII VOTING FOR DIRECTORS**

The stockholders shall vote for the Directors and be entitled to as many votes as shall equal the number of shares of stock held.

ARTICLE XIV  
REMOVAL OF DIRECTORS


Any Director of this corporation may be removed at any annual or special meeting of the stockholders by the same vote as that required to elect a Director.

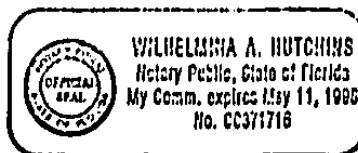
IN WITNESS WHEREOF, the undersigned, as Incorporator has executed the foregoing Articles of Incorporation on this 4th day of June, 1996.

  
-----  
Mark C. Rutecki, Esq., Incorporator

STATE OF FLORIDA  
COUNTY OF DADE:

BEFORE ME, the undersigned authority, personally appeared Mark C. Rutecki, known to me to be the person of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation on this 4th day of June, 1996.

  
-----  
Notary Public, State of Florida  
My Commission Expires:



Personally Known ☐ Produced Identification ☐

Type of Identification Produced: \_\_\_\_\_

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

In compliance with §§ 48.091, 607.0501, and 607.0202(1)(g) Florida Statutes (1991), the following is submitted:

That Southern Hospitality Group, Inc. desiring to organize under the laws of the State of Florida, with its corporate mailing address, as indicated in the Articles of Incorporation at City of Jupiter, County of Palm Beach, State of Florida has named as its Registered Agent to accept service of process in the State of Florida:

Mark C. Rutecki, Esq.  
International Place, Suite 3350  
100 Southeast 2nd Street  
Miami, Florida 33131  
(305)347-4030

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

Having been named as Registered Agent and to accept service of process for the above named corporation, at the place designated in this Certificate, the undersigned agrees to comply with the provisions of Florida law relative to keeping the designated office open.



Mark C. Rutecki, Esq.  
Registered Agent