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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 086379 6475A

AUTHORIZATION :

*Patricia Pizzuti*

COST LIMIT : \$ 70.00

ORDER DATE : September 16, 1996

ORDER TIME : 9:58 AM

ORDER NO. : 086379

400001947704

CUSTOMER NO: 6475A

CUSTOMER: Adele I. Stone, Esq  
ATKINSON DINER STONE &  
MANKUTA, P.A.  
P. O. Drawer 2088

Hollywood, FL 33022-2088

DOMESTIC FILING

NAME: SOUTH BEACH BRASSERIE INC.

EFFECTIVE DATE:

☒ 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: W. Charles Earnest

EXAMINER'S INITIALS:

*WCE*  
*9/16/96*

FILED  
STATE  
CORPORATIONS  
96 SEP 16 PM 3:32

ARTICLES OF INCORPORATION  
OF  
SOUTH BEACH BRASSERIE INC.

FILED  
95 SEP 16 PM 3:32

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is SOUTH BEACH BRASSERIE INC.

ARTICLE II

BUSINESS/MAILING ADDRESS

The business/mailing address of this corporation is:

910 Lincoln Road  
Miami Beach, Florida 33139

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation by the Department of State.

ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI

VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 1946 Tyler Street, Hollywood, Florida 33022-2088, and the name of the initial registered agent of this corporation at that address is Adele I. Stone, Esquire.

ARTICLE X

INCORPORATOR

The name and address of the Incorporator is:

Raymond L. Schnitzer  
910 Lincoln Road  
Miami Beach, Florida 33139

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 26 day of August, 1996.

  
\_\_\_\_\_  
Raymond L. Schnitzer  
Initial Director/Incorporator

**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 Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

FIRST - - That SOUTH BEACH BRASSERIE INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 910 Lincoln Road, City of Miami Beach, State of Florida, has named ADELE I. STONE, ESQUIRE, located at 1946 Tyler Street, City of Hollywood, State of Florida, as its agent to accept service of process within the State of Florida.

SIGNATURE: \_\_\_\_\_

*Raymond L. Schnitzer*  
Raymond L. Schnitzer

TITLE: Incorporator

DATE: \_\_\_\_\_

*8/26/96*

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.

SIGNATURE: \_\_\_\_\_

*Adele I. Stone*  
ADELE I. STONE, ESQUIRE  
Registered Agent

DATE: \_\_\_\_\_

*9/13/96*

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SEP 11 1996  
PM 3:32  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
MIAMI, FLORIDA