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Division of Corporations  
Florida Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

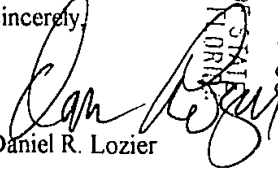
RE: **Hudson House Restaurant & Grill, Inc.**

Dear Sir or Madam:

Enclosed for filing on behalf of the above-referenced corporation is an original and one copy of the Articles of Incorporation. Once this document has been filed, please return to us a certified copy of same. Enclosed is our firm's check in the amount of \$122.50 to cover the filing fee.

Should you have any questions regarding any of this, please feel free to call.

Sincerely,

  
Daniel R. Lozier

DRL/dm

Enclosures

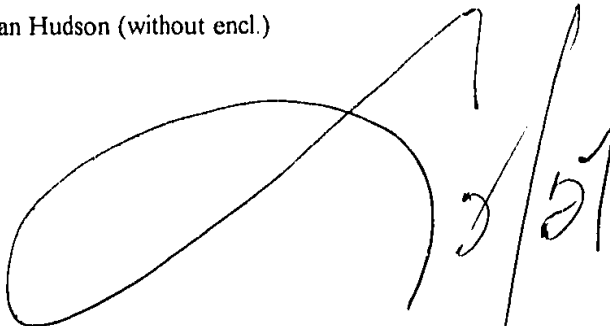
cc: Nan Hudson (without encl.)

DL:LT

MAILING ADDRESS: POST OFFICE BOX 400, PENSACOLA, FLORIDA 32502-0400

FILED  
97 FEB 24 PM 4:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-02/24/97--01119--017  
\*\*\*122.50 \*\*\*122.50

  
2/27

**ARTICLES OF INCORPORATION**  
**OF**  
**HUDSON HOUSE RESTAURANT & GRILL, INC.**

**FILED**  
97 FEB 24 PM 4:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED**, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of this corporation is Hudson House Restaurant & Grill, Inc. The initial principal place of business is 125 West Romana Street, Suite 224, Pensacola, Florida.

**ARTICLE II**

**DURATION**

The duration of this corporation is perpetual.

**ARTICLE III**

**PURPOSE**

The general purposes for which this corporation is organized are:

- (1) To transact any lawful business or businesses for which corporations may be incorporated under the Florida General Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary, implied, helpful, or desirable in order to accomplish the foregoing.

**ARTICLE IV**

**CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of no par value common stock.

**ARTICLE V**

**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office, and the mailing address of the Corporation in this State is 125 West Romana Street, Suite 224, Pensacola, Florida 32501, and the name of its initial registered agent at such address is Daniel R. Lozier.

**ARTICLE VI**

**BOARD OF DIRECTORS**

The initial Board of Directors of this corporation shall consist of 2 members. The size of the board may be increased or decreased from time to time as prescribed in the bylaws or by applicable law, but never shall the board consist of less than one (1) member.

**ARTICLE VII**  
**INCORPORATORS**

The name and address of the Incorporator is Daniel R. Lozier, 125 West Romana Street, Suite 224, Pensacola, Florida 32501.

**ARTICLE VIII**

**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have subscribed my name this 18<sup>th</sup> day of February, 1997.

  
Daniel R. Lozier, Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of February, 1997,  
by Daniel R. Lozier who is personally known to me or who has produced a driver's license as  
identification and has not taken an oath.



J. Kurt Kaple  
My Commission CC614009  
Expires January 15, 2001

J. Kurt Kaple  
Notary Public  
Commission No. CC614009  
My Commission Expires: 1/15/2001

**ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT**

I, the undersigned, being the person named as the Registered Agent of HUDSON HOUSE  
RESTAURANT & GRILL, INC., a Florida corporation, hereby certify that I am familiar with the  
obligations provided for in Florida Statutes Chapter 607.0505 and hereby accept the appointment of  
Registered Agent and hereby accept said obligations.

DATED: February 18, 1997



J. Kurt Kaple  
My Commission CC614009  
Expires January 15, 2001

Daniel R. Lozier  
Daniel R. Lozier

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of February,  
1997, by Daniel R. Lozier who is personally known to me or who has produced a driver's  
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7 FEB 21 PM 4:33  
CLERK OF DISTRICT COURT  
FLORIDA