

P970000071693

PROGRESSIVE ACCOUNTING &
CONSULTING SERVICES
3818 HOFFNER AVENUE
ORLANDO FL 32812

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #) 300002269609--1
-08/18/97--01075--006
****122.50 ****122.50
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

W97-185-66

AUG 19 1997

FILED
97 AUG 18 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials	
---------------------	--



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 12, 1997

PROGRESSIVE ACCOUNTING & CONSULTING SERVICE
5381 B HOFFNER AVE.
ORLANDO, FL 32812

SUBJECT: TROPICAL STEAK HOUSE, INC.
Ref. Number: W97000018566

We have received your document for TROPICAL STEAK HOUSE, INC. and check(s) totaling \$. However, your check(s) and document are being returned for the following:

Your document is being returned as requested.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 697A00040767

ARTICLES OF INCORPORATION

OF

TROPICAL STEAK HOUSE, INC.

FILED

97 AUG 18 PM 3:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purpose hereinafter stated, under and pursuant to the General Corporation Act of the State of Florida, do hereby certify as follows:

ARTICLE I

NAME

The name of this corporation is:

TROPICAL STEAK HOUSE, INC.

ARTICLE II

PURPOSE

The general nature of the business to transacted by this corporation shall be:

- A) To engage in any activities or business permitted under the laws of The United States and Florida.
- B) To purchase, exchange, hire, or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired, or acquired.

C) To erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, bungalows, stores, offices, warehouses, mill, shops, factories, machinery and plants, and any and all structures and erections which may at any time necessary, useful, or advantageous in the judgement of the Board of Directors, for the purpose of the Corporations, and which can lawfully be done.

D) To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge, or otherwise encumber the lands, buildings, real property, chattels, real, and other property of the corporation, real and personal, and wheresoever situate, and any and all legal or equitable rights therein.

E) To borrow money with or without pledge of or mortgage on all or any of its property, real or personal, as security and to loan and advance money upon mortgages on personal or real property or on either of them.

F) To buy, sell, and deal in, with or without guarantee of payment thereof, bonds and mortgages and other like securities and other kinds of property, whether real or personal, not prohibited or specifically excepted by law, and to do and prosecute any facts or things to or proper in connection with the carrying on of the business of the corporation.

G) To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, and otherwise dispose of the shares of capital stock, bonds, debentures, or other evidence of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and issue in exchange therefore its own, bonds, and other obligations.

H) To purchase or otherwise acquire, undertake, carry on, improve or develop all or any of the business, good will rights, assets or liabilities of any person, firm, association of corporation carrying on any kind the same as or of a similar nature to that which this corporation is authorized to carry on, pursuant to the provisions of these Articles of Incorporation.

I) To all such acts and things as are incident or conducive to the premises.

J) This Corporation shall have the power conduct its business in all its branches in the State of Florida, or in any other States or territories of the United States, or in the District of Columbia and the dependencies of the United States of in foreign countries, and ultimately to do all acts and things and to exercise all the powers now or hereafter authorized by law necessary to carry on the business of said corporation, or to promote any of the subjects of objects for which the corporation is formed.

K) The foregoing enumeration of any or all or a combination of either of the specific powers lettered a) through j) both inclusive, shall not be held to limit or restrict in any manner the general powers of the corporation and therefore, the corporation may engage in any act or activity for which corporation may be organized under the General Corporation Act of the State of Florida.

ARTICLE III

DURATION

This Corporation shall have perpetual existence.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue at any time is 1000 shares, \$1.00 par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services actually performed for the corporation, at just valuation to be fixed by the stockholders or by the Directors at a meeting called for such purposes.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5381-B Hoffner Avenue, Orlando, Florida 32812 and the name of the initial registered agent of this corporation at that address is Jose L. Ramos.

ARTICLE VI

BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The Name and address of the initial director is:

Name

Address

Adenilza Dos Santos Almeida
Director

2415 Oakridge Rd.
Orlando, FL 32809

OFFICERS

The Corporation shall have a President, and may also have one or more additional Vice Presidents, Assistant Secretaries, and Assistant Treasures, and such other officers and agents as may be deemed necessary. All other officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may prescribed by the By-Laws. The same person may hold two or more offices.

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these articles is:
Ailton J. Dos Santos - 2415 W Oakridge Road - Orlando, FL 32809.

ARTICLE IX

AMENDMENTS

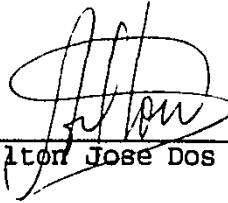
The corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE X

PRINCIPAL OFFICE

At present, the principal office of the corporation is:
2415 Oakridge Road - Orlando, Florida 32809.

INWITNESS WHEREOF, the undersigned incorporator has executed
these Articles of Incorporation this // day of AUGUST,
1997.



Ailton Jose Dos Santos

STATE OF FLORIDA

COUNTY OF ORANGE

Before me, a Notary Public duly authorized to take acknowl-
edgements in the state and county set forth above, personally
appeared AILTON JOSE DOS SANTOS, known to me and known by me to
be the person who executed the foregoing articles of incorporation
and she acknowledged before me that he executed those articles of
incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed
my official seal, in the state and county aforesaid, on this //
days of AUGUST, 1997.



NOTARY PUBLIC, State of Florida

My Commission Expires:



JOSE L. RAMOS
My Commission CC416177
Expires Oct. 25, 1998
Bonded by HAI
800-422-1555

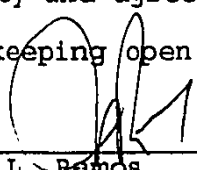
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE AND MANAGING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

First that : Tropical Steak House, Inc., desiring to organize
under the laws of the State of Florida, with its principal office
as indicated in the Articles of Incorporation at the County of
ORANGE, State of Florida, has named Jose L. Ramos located at 5381-B
Hoffner Avenue, Orlando, FL 32812, as its Registered Agent to
accept service or process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby accept to act in this capacity and agree to comply with the
provision of said Act relative to keeping open said office.



Jose L. Ramos
Registered Agent

FILED
97 AUG 18 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA