

P990000006420

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Southern Grace  
Restaurant & Tec Co

400002751384--1  
-01/22/99--01061--030  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RECEIVED

99 JAN 22 AM 10:59

DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: cy

Name \_\_\_\_\_

Date 1/22

Time 10:44

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

☒ Art of Inc. File \_\_\_\_\_

\_\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_\_ Foreign Corp. File \_\_\_\_\_

\_\_\_\_\_ L.C. File \_\_\_\_\_

\_\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

☒ Annual Report / Reinstatement \_\_\_\_\_

\_\_\_\_\_ Cert. Copy \_\_\_\_\_

\_\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_\_ UCC I or 3 File \_\_\_\_\_

\_\_\_\_\_ UCC II Search \_\_\_\_\_

\_\_\_\_\_ UCC II Retrieval \_\_\_\_\_

\_\_\_\_\_ Courier \_\_\_\_\_

EFFECTIVE DATE  
01-21-99

FILED  
99 JAN 22 AM 11:21  
SECRETARY OF STATE  
DIVISION OF CORPORATION

R. Purinton JAN 22 1999

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 JAN 22 AM 11:21

ARTICLES OF INCORPORATION  
OF

**Southern Grace Restaurant & Tea Co.**

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS  
CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF  
THE STATE OF FLORIDA.

ARTICLE I

NAME

The name of this corporation is ***Southern Grace Restaurant & Tea Co.***

ARTICLE II

PURPOSE

This corporation may engage in any activity or business permitted under the laws of the  
United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have  
outstanding at any time is 100,000 shares of common stock of 1.00 Dollar per share par value.

ARTICLE IV

DURATION

This corporation is to exist perpetually, and its existence is to commence on the date of  
execution of these Articles of Incorporation.

## ARTICLE V

### PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office and mailing address of the corporation shall be located at 706 E. Brandon Boulevard, Brandon, FL 33651.

The name and street address of the initial registered agent of the corporation in the State of Florida is: **William F. Cunningham**, 706 E. Brandon Boulevard, Brandon, FL 33651. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

## ARTICLE VI

### INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. This corporation shall have two (2) directors, as follows:

NAME	ADDRESS
<b>William F. Cunningham</b>	2204 Selkirk Street Valrico, FL 33594
<b>Marilyn K. Koontz</b>	5218 Sandtrap Place Valrico, FL 33594

## ARTICLE VII

### INCORPORATORS

The name and address of the incorporator of this corporation is:

NAME	ADDRESS
<b>William F. Cunningham</b>	2204 Selkirk Street Valrico, FL 33594

ARTICLE VIII  
INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof to the fullest extent permitted by law.

ARTICLE IX  
BY-LAWS

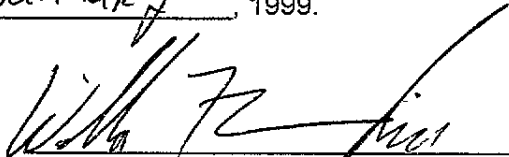
The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X  
AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporator,  
by: **William F. Cunningham**

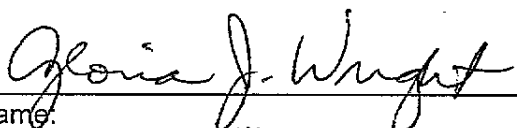
Dated this 21 day of January, 1999.

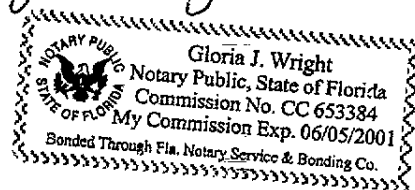
  
William F. Cunningham, Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of January, 1999,  
by **William F. Cunningham**, who is personally known to me or who has produced  
FL. DRIVERS LICENSE as identification.


  
Printed Name:  
Notary Public  
My Commission Expires:  
Serial Number:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING 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 **SOUTHERN GRACE RESTAURANT & TEA CO.**, desiring to organize under the laws of the State of Florida with its principal place of business in Hillsborough County, Florida, has named **William F. Cunningham**, located at 706 E. Brandon Boulevard, Brandon, Florida 33651, as its agent to accept service of process within this state.

  
\_\_\_\_\_  
William F. Cunningham, Incorporator

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at 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.

  
\_\_\_\_\_  
William F. Cunningham  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 22 AM 11:21