

To:

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V68042
Division of Corporations

Florida Department of State
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
RESTAURANT PARTNERS, INC.**

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2023 DEC -7 AM 10:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
RESTAURANT PARTNERS, INC.

The undersigned, on behalf of Restaurant Partners, Inc. (the "Corporation"), a Florida corporation (the "Corporation"), has executed these Amended and Restated Articles of Incorporation. The amendments set forth herein were adopted by the shareholder of the Corporation. The number of votes cast for the amendments by the shareholder were sufficient for approval.

These Amended and Restated Articles of Incorporation amend and restate in their entirety the Corporation's existing Articles of Incorporation, as filed with the Florida Department of State on September 25, 1992 (document number V68042).

ARTICLE I
NAME

The name of the Corporation is Restaurant Partners, Inc.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of the Corporation is 1030 N. Orange Avenue, Suite 200, Orlando, Florida 32801, and the mailing address of the Corporation is 1030 N. Orange Avenue, Suite 200, Orlando, Florida 32801.

ARTICLE III
PURPOSES

The purposes of the Corporation are to own and operate a business that develops, owns, operates and manages restaurants and that provides consulting and other services to restaurants. The Corporation may engage in any and all activities that are necessary, advisable, incidental, customary, convenient or related in any way to such purposes. The Corporation may also engage in any other lawful business or activities as are determined to be appropriate by the Corporation's board of directors.

ARTICLE IV
BOARD OF DIRECTORS

The Corporation shall have up to five (5) directors who shall be elected or appointed by the shareholders of the Corporation in accordance with the bylaws of the Corporation.

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ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's registered office in the State of Florida is 1030 N. Orange Avenue, Suite 200, Orlando, Florida 32801, and the name of the Corporation's registered agent at such office is David G. Manuchia.

ARTICLE VI
AUTHORIZED SHARES

The Corporation is authorized to issue up to seven thousand five hundred (7,500) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE VII
AMENDMENT

These Amended and Restated Articles of Incorporation may only be amended or restated by the approval of the shareholders of the Corporation in accordance with the bylaws of the Corporation.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been executed on behalf of the Corporation by its President hereinbelow on this 11th day of December, 2023.

RESTAURANT PARTNERS, INC., a
Florida corporation

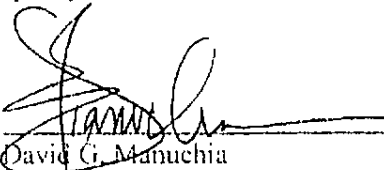
By: 

David G. Manuchia, President

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**CERTIFICATE OF ACCEPTANCE
AS REGISTERED AGENT OF
RESTAURANT PARTNERS, INC.**

The undersigned, having been named as registered agent to accept service of process for the above-named corporation at the place designated in the foregoing Amended and Restated Articles of Incorporation, states that he is familiar with and accepts the appointment as registered agent of such corporation and agrees to act in such capacity.



David G. Manuchia

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TALLAHASSEE, FLORIDA