

ASON, EA
AGENT

MEMBER:
NAEA
NSPA
FSATP

Abacus Business & Tax Services, Inc.

EIN: 59-3144957

105 SEVENTH AVE. N.E. • RUSKIN, FL 33570 • (813) 645-4000

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*****70.00 *****70.00

August 18, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: C-R, Inc.

Gentlemen:

I enclose an original of the Articles of Incorporation for the above named corporation and a check in the amount of \$70.00 as filing fees for such.

Please return your notice of filing to:

Cheryl Creason, EA
Abacus Business & Tax
105 Seventh Ave. N.E.
Ruskin, Florida 33570

Sincerely,

Cheryl Creason

Cheryl A. Creason, EA

Enclosures (2)

Check for \$70.00 filing fee
Articles of Incorporation

FILED
00 SEP -5 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-5
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wc



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 28, 2000

CHERYL CREASON, EA
107 7TH AVE. NE
RUSKIN, FL 33570

SUBJECT: C-R, INC.
Ref. Number: W00000021063

*See
Attached*

We have received your document for C-R, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Cunningham
Document Specialist

Letter Number: 400A00045826

ARTICLES OF INCORPORATION

OF

~~CR, INC.~~ ⁽²⁴⁾ Rich Claire, Inc
A Florida Corporation

FILED
00 SEP -5 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

Rich Claire, Inc

The name of the Corporation is: ~~CR, INC.~~, a domestic corporation which is not a member of any affiliated group.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be: 78 Bern Drive, Winter Haven, Florida 33881.

The principal mailing address of this corporation shall be: 78 Bern Drive, Winter Haven, Florida 33881.

ARTICLE III PURPOSE

The general purposes for which the Corporation is organized are:

1. To engage in the business of food service; more specifically the restaurant and sports bar management within a franchise hotel.; and
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary in order to accomplish the foregoing.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1000). Such shares shall be of one class, and shall have a par value of One Dollar (\$1.00) per share. All issued stock shall be held of record by not more than five (5) shareholders. Stock will be issued and transferred only to natural persons for money and other property.

ARTICLE V INITIAL REGISTERED AGENT

The name and address of the initial registered agent is: Claire Gagne,
78 Bern Drive, Winter Haven, Florida 33881.

ARTICLE VI DIRECTORS AND OFFICERS

The initial Board of Directors and Officers of the Corporation shall consist of two (2) individuals, and the corporation shall, at all times, have no less than one (1) Director and Officer and no more than five (5) Directors at any one time.

The names and addresses of the first Board of Directors are as follows:

Name/Address:

CLAIRE GAGNE
78 Bern Drive
Winter Haven, Florida 33881

RICHARD M. FASSETT
78 Bern Drive
Winter Haven, Florida 33881

The names and address of the Officers are as follows:

Name/Address:

CLAIRE GAGNE, President/Treasurer
78 Bern Drive
Winter Haven, Florida 33881

RICHARD M. FASSETT, Vice President/Secretary
78 Bern Drive
Winter Haven, Florida 33881

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Claire Gagne, 78 Bern Drive, Winter Haven, Florida 33881.

ARTICLE VIII S CORP ELECTION AND SMALL BUSINESS CORPORATION

This corporation, until otherwise determined, shall operate as an S Corporation as authorized under section 1362 of the Internal Revenue code. Form 2553 will be duly completed and remitted to the Internal Revenue Service to activate this tax status.

The undersigned has executed these Articles of Incorporation this 18th day of August, 2000.

✓ Claire Gagne
Claire Gagne, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ~~CR, Inc.~~ Rich Claire, Inc.
2. The name and address of the registered agent and office is: Claire Gagne, 78 Bern Drive, Winter Haven, Florida 33881.

Signature: Claire Gagne

Title: President

Date: 8-18-2000

FILED
00 SEP -5 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FL 32399

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: Claire Gagne

Date: 8-18-2000