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BEIL & HAY, P.A.
Attorneys at Law
12312 U.S. Highway 19
Hudson, FL 34667

FILED

02 SEP -3 AM 10: 26

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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MEMO

DATE: August 30, 2002

TO: **Division of Corporations**
P.O. Box 6327
Tallahassee, FL 32314

FROM: **EUGENE L. BEIL, ESQ./ Misty**

RE: **Incorporation of Mr. C's Coney Island, Inc.**

MESSAGE: Enclosed please find the original Articles of Incorporation for Mr. C's Coney Island, Inc., together with a copy and our firm's check #7121 in the amount of seventy-eight dollars and seventy-five cents. (\$78.75) to cover the filing fee for the corporation. Should you have any questions, please contact our office. Thank you.

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LAW OFFICES OF BEIL & HAY, P.A.

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ARTICLES OF INCORPORATION
OF
Mr. C's Coney Island Inc.

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TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following:

ARTICLE ONE

The name of the corporation shall be Mr. C's Coney Island, Inc.

ARTICLE TWO

The term of existence of the corporation is perpetual.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares that the corporation has authority to issue is One Thousand (1000). All shares shall be common shares with no par value.

ARTICLE FIVE

The initial street address of the principal office of this corporation is 15850 Adobe Drive, Hudson, FL 34667. The Board of Directors may from time to time designate such other addresses and places for the principal office of this corporation as it sees fit.


ARTICLE SIX

The resident agent for the service of process shall be **EUGENE L. BEIL, ESQ.**, BEIL & HAY, P.A., 12312 U.S. Highway 19, Hudson, Florida 34667.

ARTICLE SEVEN

ACKNOWLEDGMENT:

Having been named to accept service of process on behalf of the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provisions of the Florida Business Corporation Act relative to keeping open said office.


EUGENE L. BEIL, ESQ.

ARTICLE EIGHT

The corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than two (2). The name and address of the initial director, who shall hold office until (a) successor(s) is/are elected and has/have qualified, is as follows:

NATALINA MARKEE
15850 Adobe Drive
Hudson, FL 34667

GLEN MARKEE
15850 Adobe Drive
Hudson, FL 34667

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TALLAHASSEE FLORIDA

ARTICLE NINE

The name and address of the incorporator is:

NATALINA MARKEE
15850 Adobe Drive
Hudson, FL 34667

ARTICLE TEN

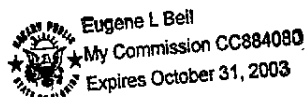
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders meeting by a majority of shareholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

28 IN WITNESS WHEREOF, I have hereunto subscribed my name this day of August, 2002.

Natalina Markee
NATALINA MARKEE

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was subscribed and acknowledged before me, the undersigned authority, this 28 day of August, 2002, by **NATALINA MARKEE**, who produced the following as identification: FLDL



Eugene L. Bell

Notary Public