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## BOSWELL & DUNLAP LLP

#### ATTORNEYS AT LAW

Clarence A. Boswell 1902-2005

Established 1900

245 South Central Avenue P.O. Drawer 30 Bartow, Florida 33831 Phone: (863) 533-7117 Fax: (863) 533-7412

Charles E. Bentley
Dabney L. Conner
George T. Dunlap, III
Keith D. Miller
Frederick J. Murphy, Jr.
Sean R. Parker
Donald H. Wilson, Jr.

March 24, 2005

Sender's e-mail address: fjm@bosdun.com

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Terrie Lobb Catering, Inc.

To Whom It May Concern:

Enclosed please find Articles of Incorporation, Certificate Designating Registered Office and Registered Agent, and our check for \$78.75, which represents fees for filing, Registered Agent Designation and a certified copy of the Articles of Incorporation.

Please return the certified copy directly to me at your earliest convenience.

Sincerely yours,

Frederick L. Murphy, Jr.

FJM:bch Enclosures

cc: Mrs. Terrie Lobb

#### ARTICLES OF INCORPORATION

#### TERRIE LOBB CATERING, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby present these Articles for the formation of a corporation under Chapter 607 of the Statutes of the State of Florida.

#### ARTICLE I.

#### <u>Name</u>

The name of this corporation is: TERRIE LOBB CATERING, INC.

#### ARTICLE II.

#### Purpose and Powers

The Corporation is organized for the purpose of engaging in the business of a catering establishment and any other business, whether related thereto or not, permitted by the laws of this state or any other state or country, in which it desires to do business.

The Corporation may do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the Corporation.

#### ARTICLE III.

#### Capital Stock

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

#### ARTICLE IV.

#### Initial Capital

The amount of capital with which this Corporation will begin business is Five Hundred Dollars (\$500.00).

#### ARTICLE V.

#### **Term of Existence**

This Corporation is to exist perpetually.

#### ARTICLE VI.

#### <u>Address</u>

The mailing address of this Corporation is 295 West Summerlin Street, Bartow, Florida 33830, and the initial street address of the principal office of this Corporation in the State of Florida is 1239 East Main Street, Bartow, Florida 33830. The initial Registered Office of this Corporation is 245 South Central Avenue, Bartow, Florida 33830 and the initial Registered Agent at said office is Frederick J. Murphy, Jr.. The Corporation shall have the power to move the office to another location in the State of Florida from time to time as may be determined by the Board of Directors.

#### ARTICLE VII.

#### **Directors**

The number of the directors comprising the Board of Directors of this Corporation shall be one (1) but the same may be increased or decreased from time to time by majority vote of the Board of Directors.

The name and street address of the member of the first Board of Directors of this Corporation, to serve until the first annual meeting, or until after his or her successor is elected and has qualified, are as follows:

Name Address

Terrie Lobb 295 West Summerlin Street

Bartow, Florida 33830

#### ARTICLE VIII.

### **Officers**

The officers of this Corporation shall be a President, Vice-President, Secretary, Treasurer and such other officers as may be authorized by majority vote of the Board of Directors. The name and street address of the officers of the Corporation to serve until the first annual meeting or until a successor is elected and has qualified, are as follows:

Name Address Office

Terrie Lobb 295 West Summerlin Street President, Vice-President

Bartow, Florida 33830 Secretary, Treasurer

#### ARTICLE IX.

#### Incorporator

The names and addresses of the incorporator of this Corporation is as follows:

Name

Address

Terrie Lobb

295 West Summerlin Street Bartow, Florida 33830

#### ARTICLE X.

#### Subscriber to Stock

The name, address and number of shares of the subscriber to stock in this Corporation are as follows:

Name	Address	Shares
Terrie Lobb	295 West Summerlin Street Bartow, Florida 33830	500

#### ARTICLE XI.

#### Restraint on Alienation of Shares

The Board of Directors of the Corporation shall have the power to include in the By-Laws, if ratified by a two-thirds majority of the stockholders of the Corporation, in a separate agreement between all parties any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the Corporation by any of its stockholders, or in the event of the death of any of its stockholders. The manner and form, as well as the relevant terms, conditions, and details thereof, shall be determined by the Board of Directors.

#### ARTICLE XII.

### <u>Amendment</u>

These Articles of Incorporation may be amended by majority vote of the Board of Directors in the manner provided by law. Every amendment shall be approved by majority vote of the stockholders.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set her hand and seal this 22<sup>nd</sup> day of March, 2005, for the purpose of forming this Corporation under the laws of the State of Florida, and hereby make, subscribe, acknowledge and file in the office of the Secretary of State and certify these Articles of Incorporation and certify that the facts contained herein are true.

Incorporator

STATE OF FLORIDA COUNTY\_OF POLK

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Terrie Lobb, who is personally known to be the person described in as a subscriber and who executed the foregoing Articles of Incorporation, and after being sworn by me, acknowledged before me that she subscribed to these Articles of Incorporation as her voluntary act and deed and that the facts set forth herein are true and correct.

WITNESS my hand and official seal in the County and State named above this 220 day of

March, 2005.

Notary Public

FREDERICK J. MURPHY, JR. Notary Public, State of Florida My comm. expires Oct. 17, 2005 Comm. No. DD035792

THIS INSTRUMENT PREPARED BY: Frederick J. Murphy, Jr. Boswell & Dunlap LLP 245 South Central Avenue Post Office Drawer 30 Bartow, Florida 33831 (863) 533-7117

## CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT

In pursuance of Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted in compliance with said provisions:

That TERRIE LOBB CATERING, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Bartow, County of Polk, State of Florida, has designated Boswell & Dunlap LLP, 245 South Central Avenue, Bartow, Florida 33830 as its registered office and Frederick J. Murphy, Jr., Esquire, as its registered agent at said office to accept service of process within this state.

#### **ACKNOWLEDGEMENT:**

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

Registered Age