

BACHMAN CPA

Certified Public Accountant and Consultant

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June 22, 1998

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-06/23/98-01068-005
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Department of State
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

Re: Meghan's Cafe, Inc.

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Incorporation of Meghan's Cafe, Inc. along with a check in the amount of \$122.50.

Please return the Articles of Incorporation in the enclosed Airborne Express Mailer.

Sincerely,
BACHMAN CPA, P.A.

Karen Cope Bachman, C.P.A.

Karen Cope Bachman
Certified Public Accountant

FILED
98 JUN 23 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GAVE
AUTHORIZATION BY PHONE TO
CORRECT RA add.
DATE 6-25-98
DOC. EXAM. CB

720 E. Fletcher Avenue • Suite 102 • Tampa, Florida 33612-2603

Phone (813) 972-3684 • Fax (813) 972-0991

Member: American Institute of Certified Public Accountants • Florida Institute of Certified Public Accountants

CB
6-25-98
6

ARTICLES OF INCORPORATION

OF

Meghan's Cafe, Inc.

FILED
98 JUN 23 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
7-1-98

ARTICLE I

Corporate Name

The name of this corporation is Meghan's Cafe, Inc.

ARTICLE II

Nature of Business and Powers

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of common stock that this Corporation is authorized to issue and have outstanding at any one time is 1 share having a par value of \$1.00 per share.

ARTICLE IV

Preemptive Rights

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price and on the terms at which it is offered to others.

ARTICLE V

Terms of Existence

The corporation shall have perpetual existence. Effective date of incorporation requested July 1, 1998.

ARTICLE VI

Registered Agent and Initial Registered Office

The Resident Agent and the street address of the initial Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Deborah McKechnie

126 W. Fletcher Ave.

Tampa, FL 33612

The mailing address of the corporation is:

Meghan's Cafe, Inc.

126 Fletcher Ave.

Tampa, FL 33612

ARTICLE VII

Board of Directors

This corporation shall have (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII

Initial Directors

The name of the original director of this Corporation and their street address is:

Deborah McKechnie

142 W. 138th Ave.

Tampa, FL 33612

Persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever shall first occur.

ARTICLE IX

Incorporator

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Deborah McKechnie

142 W. 138th Ave.

Tampa, FL 33612

ARTICLE X

Amendment

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 stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 16th day of June, 1998.

Deborah McKechnie
Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, personally appeared Deborah McKechnie who produced identification, Davis Lennie proved to be the person described as Incorporator and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to these Articles of Incorporation on June 16, 1998.

Genevieve Cross
NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

(NOTARIAL SEAL)

My commission expires



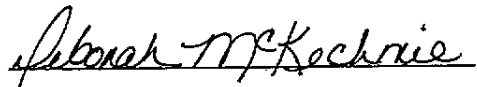
Genevieve Cross
My Commission CC731505
Expires April 6, 2002

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the appointment and designation as Registered Agent for Meghan's Cafe, Inc. on the 16th day of June, 1998 and agrees to comply with all laws applicable to said capacity.

Having being named to accept service of process for the above named Corporation at the place designated in this certificate, hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the appointment in complete performance of my duty applicable to said capacity.

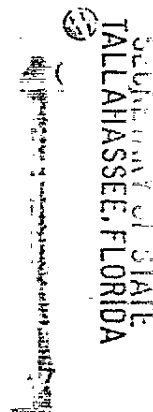
Dated: June 16, 1998



Deborah McKechnie

Resident Agent

Address: 142 W. 138th Ave.
Tampa, FL 33612



98 JUN 23 AM 8:33

FILED