

P00000027034



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 628694 81093A

AUTHORIZATION :

COST LIMIT : PPD

ORDER DATE : March 17, 2000

ORDER TIME : 11:20 AM

ORDER NO. : 628694-005

CUSTOMER NO: 81093A

CUSTOMER: D. H. Kinsey, Esq
SHEPPARD BRETT STEWART &
SHEPPARD BRETT STEWART &
2121 West First Street
P. O. Drawer 400
Ft. Myers, FL 33901

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 17 PM 1:22

DOMESTIC FILING

NAME: SMITTY'S OF SOUTHWEST FLORIDA,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

g 3/20/00

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*****78.75 *****78.75

RECEIVED
00 MAR 17 PM 12:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SMITTY'S OF SOUTHWEST FLORIDA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAR 17 PM 1:22

THE UNDERSIGNED, MICHAEL SMITH, hereby executes this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is SMITTY'S OF SOUTHWEST FLORIDA, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock of the same class and at One Dollar (\$1.00) par value.

ARTICLE IV

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VI

The Corporation is to have perpetual existence commencing upon filing of these Articles of Incorporation with the Secretary of State.

ARTICLE VII

The address of the principal office of the Corporation in this State is: 2712 S. W. 15th Place, Cape Coral, Florida 33914, and the name of the initial registered agent of this Corporation at that address is: MICHAEL SMITH.

ARTICLE VIII

The number of Directors of this Corporation shall not be less than one (1) or more than five (5).

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
MICHAEL SMITH	President/Secretary	2712 S. W. 15 th Place Cape Coral, FL 33914

ARTICLE X

The name and post office address of the subscribers to the Articles of Incorporation are:

<u>NAME OF SUBSCRIBER</u>	<u>ADDRESS</u>
MICHAEL SMITH	2712 S. W. 15 th Place Cape Coral, FL 33914

ARTICLE XI

The power to adopt, amend, alter or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this
16th day of March, 2000.

Michael Smith
Michael Smith, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

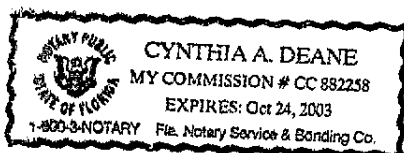
THE FOREGOING INSTRUMENT was acknowledged before me this 16th day of
March, 2000, by MICHAEL SMITH, () who is personally known to me or (✓) who
produced FL. DRIVERS LICENSE as identification.

Cynthia A. Deane
Notary Public
Printed Name of Notary: CYNTHIA A. DEANE

(SEAL)

Comm. Exp. Date:

Comm. Number:



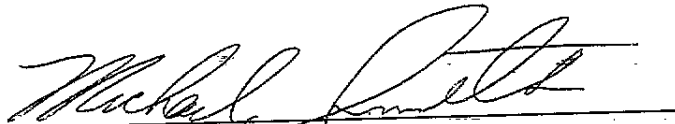
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST -- THAT SMITTY'S OF SOUTHWEST FLORIDA, INC., DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS IN THE CITY OF CAPE CORAL, COUNTY OF LEE, STATE OF FLORIDA, HAS
NAMED MICHAEL SMITH, LOCATED AT 2712 S. W. 15TH PLACE, (Street Address and Number of
Building -- Post Office Box Addresses Are Not Acceptable), CAPE CORAL, LEE COUNTY,
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SMITTY'S OF SOUTHWEST FLORIDA, INC.

(MS)
Signature:


(Corporate Officer)

Title: President/Secretary

Date:

3-17-00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 17 PM 1:22

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

(MS)
Signature:


Resident Agent

Date:

3-17-00