

FROM HOLLAND & KNIGHT TAMPA

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Wing King Two, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
WING KING TWO, INC.**

The undersigned, acting as incorporator of Wing King Two, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is:

Wing King Two, Inc.

**ARTICLE II. ADDRESS**

The mailing address of the corporation is:

5410 Murrell Road  
Suite 101  
Viera, FL 32955

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**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence at 12:01 A.M., the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the current registered office of the corporation is 701 Brickell Avenue, Miami, Florida 33131 and the name of the corporation's current registered agent at that address is Intrastate Registered Agent Corporation.

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Douglas A. Wright, Esq.  
Holland & Knight LLP  
Florida Bar # 608490

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ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
James Mellody	5410 Murrell Road, Suite 101 Viera, FL 32955
Robert Hagan	5410 Murrell Road, Suite 101 Viera, FL 32955

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Douglas A. Wright	400 North Ashley Drive Suite 2300 Tampa, FL 33602

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. BYLAWS

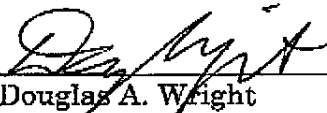
The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 1<sup>st</sup> day of ~~May~~ 2000.

*June*

  
\_\_\_\_\_  
Douglas A. Wright

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Douglas A. Wright, Esq.  
Holland & Knight LLP  
Florida Bar # 608490

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

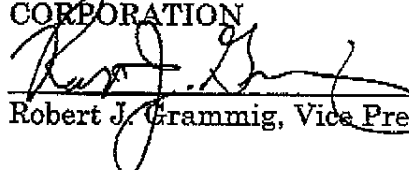
That Wing King Two, Inc., desiring to organize under the laws of the State of  
Florida with its initial registered office, as indicated in the Articles of Incorporation,  
at 701 Brickell Avenue, Miami, Florida 33131 has named Intrastate Registered  
Agent Corporation as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named  
above, at the place designated in this certificate, I agree to act in that capacity, to  
comply with the provisions of the Florida Business Corporation Act, and am  
familiar with, and accept, the obligations of that position.

Dated this 7th day of June, 2000.

**INTRASTATE REGISTERED AGENT  
CORPORATION**

  
Robert J. Grammig, Vice President

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Douglas A. Wright, Esq.

Holland & Knight LLP  
Florida Bar # 608490

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