

**RICHARD R. CAWLEY
1267 INGLESIDE AVENUE
JACKSONVILLE, FL 32205-7732**

June 16, 2000

P00000059017

**Mr. Stephen D. Walsh
2104 Alton Dr.
Tallahassee, FL 32303-3104**

**Re: Articles of Incorporation
Chena's Inc.**

000003294930--7
-06/19/00--01034--009
*****78.75 *****78.75

Dear Mr. Walsh:

Enclosed are three executed original copies of the above referenced Articles of Incorporation about which Frank Decker spoke with you yesterday.

Please proceed with the filing of these at the Secretary of State's Division of Corporations filing office.

Please return the Certified Copy of the Articles of Incorporation to Mr. Brown in the postage paid envelope enclosed.

Also enclosed are checks to cover the filing fees, and the fee for your services.

Thank you for your help.

Yours very truly,

Richard R. Cawley

Richard R. Cawley

**cc: James G. Brown, Jr.
Frank C. Decker, Attorney**

APPROVED
AND
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 19 AM 10:23

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUN 19 AM 10:17

06-19-00
TB

ARTICLES OF INCORPORATION

of

CHENA'S INC.

The undersigned, James G. Brown, Jr., adopts these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of Florida

00 JUN 19 AM 10:23

APPROVED
AND
FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is CHENA'S INC.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting and engaging in any or all business permitted under the laws of the United States, the State of Florida and all other states, territories and jurisdictions of the United States.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of one dollar per share

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this corporation is

**1924 University Blvd. W.
Jacksonville, FL 32217**

and the name of the initial Registered Agent of this corporation at that address is

JAMES G. BROWN, JR.

The Principal Office and the Registered Office of this corporation are the same.

ARTICLE VI

DIRECTORS

This corporation shall initially have one Director. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be fewer than one. The name and address of the first director is

**JAMES G. BROWN, JR.
1924 University Blvd. W.
Jacksonville, FL 322218**

ARTICLE VII

OFFICERS

This corporation shall have the following officers: President, Secretary, Treasurer, and as many Vice Presidents, and Assistant Secretaries and Treasurers as the Board of Directors may appoint. James G. Brown shall be the first President, Secretary and Treasurer of this corporation and he shall serve until his successors have been elected and qualified.

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator of this corporation is

**JAMES G. BROWN, JR.
1924 University Blvd. W.
Jacksonville, FL 32217**

ARTICLE IX

BYLAWS

The initial bylaws of this corporation shall be adopted by the Board of Directors. Bylaws may be adopted, amended or repealed, in the manner provided in the bylaws or the applicable laws of Florida, by either the shareholders or the directors.

ARTICLE X

RESTRICTIONS ON TRANSFER OF STOCK

The shareholders may, by bylaw provision or by shareholder agreement recorded in the corporate minute book or as otherwise permitted by law, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they wish.

ARTICLE XI

DIRECTOR COMPENSATION

The Board of Directors is authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XII

INDEMNIFICATION

The Board of Directors is authorized to make provision for indemnification of directors, officers, employees and agents of the corporation to the full extent permitted by law.

ARTICLE XIII

SHARES WITHOUT CERTIFICATES

The Board of Directors is authorized to permit the issuance of some or all of the shares of stock without certificates. The Board of Directors and the corporation shall have full authority given under Section 606.0626 (1) and (2), Florida Statutes, and as the same may be amended.

IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation at Jacksonville, Duval County, Florida this 16th date of June, 2000.


**James G. Brown, Jr.,
Incorporator**

Having been named as Registered Agent to accept service of process for CHENA'S INC., the above stated corporation at the place designated above in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.


James G. Brown, Jr., Registered Agent

**June 16, 2000
Date**


James G. Brown, Jr., Incorporator

**June 16, 2000
Date**