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REFERENCE : 799849 81528A

AUTHORIZATION : Patricia Pugh

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 16 PM 2:17

ORDER DATE : August 16, 2000

ORDER TIME : 10:33 AM

ORDER NO. : 799849-005

CUSTOMER NO: 81528A

700003359577--1

CUSTOMER: Ms. Karen K. Reynolds
Kenneth F. Oswald, Esq

Suite 110
600 Courtland Street
Orlando, FL 32804

DOMESTIC FILING

NAME: ALL AMERICAN HOT DOGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1169
EXAMINER'S INITIALS:

RECEIVED
00 AUG 16 PM 1:02
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TAMPA, FL 33604

g. 8/16/00

ARTICLES OF INCORPORATION
OF
ALL AMERICAN HOT DOGS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 16 PM 2:17

We undersigned, being natural persons of legal age, do hereby desire to form a corporation under the laws of the State of Florida and does hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be ALL AMERICAN HOT DOGS, INC. The mailing address of the corporation is 14113 Baroness Court, Orlando, FL 32828, and the principle address shall be the same.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To establish, maintain, conduct, and operate restaurants of every kind, nature and description; to purchase, buy, sell, store, distribute and otherwise generally deal in any and all articles of food, food products, dairy products, beverages of all kinds, meat, and meat products and food supplies of all nature and kinds, both at wholesale and retail and to do all things necessary or required in connection with the conduct of a restaurant and fast food business.

To buy, sell, exchange, and generally deal in real property, improved and unimproved of every class and description; to sell, buy, mortgage, lease or otherwise acquire or dispose of any real property and take mortgages and assignment of mortgages upon the same; to make and obtain loans upon real estate, improved or unimproved, giving or taking evidence of indebtedness and securing the payment thereof by mortgage, trust deed, pledge, or otherwise; to enter into contracts to buy or otherwise acquire for the purpose of holding or disposing of the same, involving real property of every kind and description; to rent or lease, office buildings, rental apartments, condominium units, or any other improved real property of any kind or nature whatsoever, and in connection therewith to enter into contracts with rental or leasing agents.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate assets of any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To engage in any activity or business permitted under laws of the United States and of this State.

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. The consideration to be paid for each share shall be fixed by the Board of Directors. Common Stock of this corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE IV
CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be not less than ONE HUNDRED DOLLARS (\$100.00).

ARTICLE V
CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI
INITIAL DIRECTORS

This corporation shall have not less than two (2) nor more than five (5) directors. The number of directors may be increased or diminished from time to time by Bylaws adopted by the Stockholders. The name and street address of the Director of this corporation who shall hold office for the first year or until his successor is chosen shall be:

BRUCE PACE
14113 Baroness Court
Orlando, FL 32828

DEBRA PACE
14113 Baroness Court
Orlando, FL 32828

ARTICLE VII
SUBSCRIBER

The names and street addresses of the Subscribers to these Articles of Incorporation is as follows: BRUCE PACE and DEBRA PACE, 14113 Baroness Court, Orlando, Florida 32828.

ARTICLE VIII
REGISTERED AGENT

The name and address of the Registered Agent to accept service of process within the state on behalf of the corporation is: Kenneth F. Oswald, Suite 110, 600 Courtland Street,

Orlando, Florida 32804, and by his signature on the Certificate attached hereto he indicates his acceptance as Registered Agent to act in this capacity pursuant to the laws of this State.

ARTICLE IX
INDEMNIFICATION

Every director, officer, employee, or agent of this corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or by reason of their being imposed upon him or her in connection with any proceeding to which he or she may be made a party, or in which he or she may become involved by reason of his or her employment, or reason of his or her being or having been a director, officer, employee, or agent of this corporation, and any settlement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee, or agent is adjudged liable for negligence or misconduct in the performance of his or her duties as such director, officer, employee, or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee, or agent is entitled.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute.


ARTICLE XI
COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on the date of filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, we, the undersigned, being the subscribers to these Articles of Incorporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein are true and hereunto set my hand and seal this 15TH day of August, 2000.



BRUCE PACE



DEBRA PACE

00 AUG 16 PM 2:17

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **BRUCE PACE**, to me know to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 15th day of August, 2000.

KAREN K REYNOLDS
Notary Public, State of Florida
My comm. exp July 23, 2004
Comm No CC923758


NOTARY PUBLIC


(Print, Type or Stamp Commissioned Name of Notary Public)

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **DEBRA PACE**, to me know to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 15th day of August, 2000.

KAREN K REYNOLDS
Notary Public, State of Florida
My comm. exp July 23, 2004
Comm No CC923758


NOTARY PUBLIC

(Print, Type or Stamp Commissioned Name of Notary Public)

ACCEPTANCE OF REGISTERED AGENT

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.


KENNETH F. OSWALD
Registered Agent