



THE UNITED STATES
CORPORATION
COMPANY

PO0000083128

ACCOUNT NO. : 072100000032

REFERENCE : 814390 115534A

AUTHORIZATION : Patricia Pyszt

COST LIMIT : \$ 78.75

ORDER DATE : August 29, 2000

ORDER TIME : 4:53 PM

ORDER NO. : 814390-005

CUSTOMER NO: 115534A

CUSTOMER: Larry C. Thompson, Pres
Lazy Flamingo Foods, Inc.

000003379630--1

6520-a Pine Ave.

Sanibel, FL 33957

DOMESTIC FILING

NAME: LAZY FLAMINGO 5, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP - 1 AM 10: 15

RECEIVED
00 SEP - 1 AM 9: 05
ALFRED E. HARRIS
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FALLS CHURCH, VA 22034

FILED
CLERK OF STATE
OFFICE OF CORPORATIONS

00 SEP -1 AM 10:15

ARTICLES OF INCORPORATION
OF

LAZY FLAMINGO 5, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LAZY FLAMINGO 5, INC.

The principal place of business of this corporation shall be 1600 E. 8th Ave. #E208, Tampa, Florida 33605

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United State, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of stock, which shall have no nominal or par value.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 6520-A Pine Ave., Sanibel, Florida 33957, and the name of the initial registered agent of the corporation at that address is Larry C. Thompson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a S-Corporation.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Larry C. Thompson - Pres./Sec./Treas./Dir.
6520- A Pine Ave.
Sanibel, Florida 33957

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Larry C. Thompson
6520-A Pine Ave.
Sanibel, Florida 33957

IN WITNESS WHEREOF, the undersigned agent of Lazy Flamingo 5, Inc., has hereunto set his hand and seal of LAZY FLAMINGO 5, INC., this 1st day of September 2000.

By: 

LARRY C. THOMPSON

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

LAZY FLAMINGO 5, INC., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

LARRY C. THOMPSON

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP -1 AM 10:15