Pool 000/3376 Requester's Name — Kathy B. Gole Ticcounting and Tax Service — 205 W. M.B. King Blod. — Phone # Suite # 204 Tampa, FB 33603

Office Use Only

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Examiner's Initials

T. Burch DEC 1 2 2000

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ARTICLES OF INCORPORATION OF

SCCRETARY OF STATE TALLAHASSEE, FLORIDA

MS. LILLEY'S BACK 'O' THE MILL CAFÉ, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation.

ARTICLE I

The name of the corporation is MS. LILLEY'S BACK "O" THE MILL CAFÉ, INC.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares of common stock, each share having the par value of ONE (\$1.00) DOLLAR.

ARTICLE IV

The amount of capital with which this corporation shall begin business is ONE THOUSAND (\$1,000.00) DOLLARS.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the principal office of this corporation:

2601 JEWEL ROAD

BELLEAIR, BLUFFS, FL.

ARTICLE VII

The corpora tion shall have one (1) director initially, whose name and stree address are as follows:

1. KATHY SUAREZ 4120 SETON CIRCLE PALM HARBOR, FL. 34683

ARTICLE VII

The name and street address of the subscribers to these Articles of Incorporation are as follows:

KATHY SUAREZ 4120 SETON CIRCLE PALM HARBOR, FL. 34683

ARTICLE IX

The name and street address of the Registered Agent of this corporation is as follows:

Kathy L. Cole 205 W. MLKing Blvd #204 Tampa, FL. 33603

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 7th day of November 2000.

TARY\ Kathy Suar

"I hereby accept the responsibilities of registered agent"

Kathy L. Cole