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EFFECTIVE DATE
12-27-00

FILED

01 JAN -2 PM 4:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SANDY COTTON VERANDA CAFE, INC.

Enclosed are an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

\$70.00	\$78.75	\$122.50	\$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy, & Certificate

FROM: SANDY COTTON VERANDA CAFE, INC.
625 S. Tamiami Trail, Venice, Fl., 34285
941-485-7221

CC#1059 - 78.75

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*****78.75 *****78.75

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ARTICLES OF INCORPORATION
OF

SANDY COTTON VERANDA CAFE, INC.

ARTICLE I. CORPORATE NAME

The name of this corporation is SANDY COTTON VERANDA CAFE, INC.

ARTICLE II. EXISTENCE

The existence of this corporation shall begin on December 27, 2000.

ARTICLE III. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 625 S. Tamiami Trail, Venice, Fl., 34285 and 5000 E. Venice Ave., Venice, Fl. 34292, respectively.

ARTICLE VI. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 5000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are SANDY COTTON, 5000 E. Venice Ave., Venice, Fl. 34292.

ARTICLE VI. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are


Name	Address
Sandy Cotton	5000 E. Venice Ave., Venice, Fl. 34292

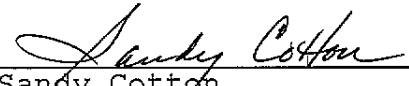
Don Charles Cotton

5000 E. Venice Ave.,
Venice, Fl., 34292

OPTIONAL PROVISIONS (if any)

The undersigned.....has/have..... executed these articles of
incorporation on.....December 27, 2000.....


Don Charles Cotton
Vice President


Sandy Cotton
President

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: SANDY COTTON VERANDA CAFE, INC.
2. The name and address of the registered agent and office is:
SANDY COTTON
5000 E. Venice Ave., Venice, Fl. 34292

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Sandy Cotton
SANDY COTTON
December 27, 2000.

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