

P010000004388

TRANSMITTAL LETTER

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

FILED
01 JAN - 8 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Cleo's Sandwich Shop, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$70.00	<input checked="" type="checkbox"/> \$78.75	<input type="checkbox"/> \$122.50	<input type="checkbox"/> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate

400003527334- -7
-01/08/01--01082--009
*****78.75 *****78.75

FROM: Charlene Kilgore
Name (printed or typed)

1430 Eastport Road
Address

Jacksonville, Florida 32218
City, State & Zip

(904) 757-7264
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

11-01

ARTICLES OF INCORPORATION
OF
CLEO'S SANDWICH SHOP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CLEO'S SANDWICH SHOP, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1430 Eastport Road

Jacksonville, Fl. 32218

ARTICLE III DATE OF CORPORATION

The effective date of this corporation shall be: January 1, 2001

ARTICLE IV NATURE OF BUSINESS

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

ARTICLE V SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of stock having a par value of \$1.00 per share.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial registered agent of the corporation shall be:

Charlene Kilgore, whose street address is 1430 Eastport Road,
Jacksonville, Florida 32218.

ARTICLE VII TERM OF EXISTENCE

This corporation is to exist perpetually.

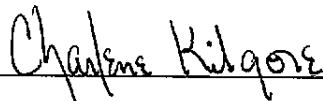
ARTICLE VIII OFFICERS AND DIRECTORS

This corporation shall have one officer and one director initially. The name and street address of the initial officer and director is:

Charlene Kilgore
President/Sect./Treasurer/Director

11305 Bruce Drive
Jacksonville, Florida 32218

The undersigned incorporator has executed these Articles of Incorporation this
3rd day of January, 2001.



Charlene Kilgore

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, 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: CLEO'S SANDWICH SHOP, INC.

2. The name and address of the registered agent and office is:

Charlene Kilgore
(Name)

1430 Eastport Road
(P.O. Box not acceptable)

Jacksonville, Florida 32218
(City/State/Zip)

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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.

Charlene Kilgore
(Signature)

1-3-1
(Date)