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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ZIEGGIES' CORNER CAFE, INC.  
1935 Ortega Street  
Navarre, FL 32566  
(850) 939-1561

February 14, 2001

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-02/16/01--01062--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**RE: ZIEGGIES' CORNER CAFE, INC.**

Dear Sirs:

Enclosed is an original and one (1) copy of the Articles of Incorporation for Zieggies' Corner Cafe, Inc., along with my check in the amount of \$78.75. Please return a certified copy of the Articles to me in the enclosed self-addressed, stamped envelope that I have provided for your convenience.

Thank you in advance for your cooperation.

Sincerely,



Diane Ziegenfus

Enclosures

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**ARTICLE OF INCORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**OF**

**ZIEGGIES' CORNER CAFE, INC.**

The undersigned, for the purpose of creating a corporation under the State of Florida, does hereby adopt the following Articles of Incorporation:

**ARTICLE ONE**

**CORPORATE NAME AND PRINCIPAL OFFICE**

The name of the corporation is ZIEGGIES' CORNER CAFE, INC., and its principal office and mailing address is Highway 98, Ortega Street, Crown Point Plaza, Navarre, Santa Rosa County, Florida.

**ARTICLE TWO**

**NATURE OF BUSINESS**

The purpose of the corporation is to do any and all lawful business for which corporations may be incorporated under the laws of Florida. The initial purpose of this corporation is to maintain and operate a restaurant business.

**ARTICLE THREE**

**CAPITAL STOCK**

The corporation is authorized to issue Ten Thousand (10,000) shares of stock with a par value of one dollar (\$1.00) each. Such stock shall be of a single class.

**ARTICLE FOUR**

**TERM OF EXISTENCE**

This Corporation shall have perpetual existence commencing upon the filing of these articles.

**ARTICLE V**

**REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The registered office of the corporation is 1935 Ortega Street, Santa Rosa County, Navarre, Florida 32566. The registered agent is Diane Ziegenfus.

**ARTICLE VI**

**BOARD OF DIRECTORS**

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

The name and address of the initial board of directors of the corporation are as follows:

Diane Ziegenfus	1935 Ortega Street Navarre, FL 32566
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The person named as initial director shall hold office for the first year of existence of this Corporation or until her successor(s) is/are elected or appointed and has/have qualified, whichever occurs first.

**ARTICLE VII**

**INDEMNIFICATION**

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

**ARTICLE VIII**

**REMOVAL OF DIRECTORS**

Any directors may be removed with or without cause by a vote of the holders fifty-one percent (51%) of the shares then entitled to vote at a special meeting of the shareholders called for that purpose.

**ARTICLE IX**

**SHAREHOLDER QUORUM**

The presence, in person or by proxy, of shareholders holding of record fifty-one (51%) of the total number of shares of the Corporation, then issued and outstanding and entitled to vote, shall be necessary and sufficient to constitute a quorum for the transaction of any business at any meetings of shareholders of the Corporation.

**ARTICLE X**

**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

**ARTICLE XI**

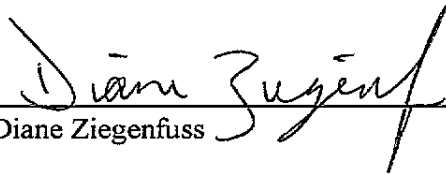
**INCORPORATOR**

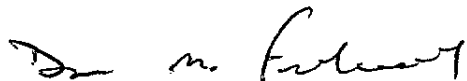
The name and address of the incorporators are:

Diane Ziegenfus  
1935 Ortega Street  
Navarre, FL 32566

Dawn M. Frankovich  
1925 Ortega Street  
Navarre, FL 32566

IN WITNESS WHEREOF, the undersigned incorporators do hereby execute these Articles  
on this 13 day of February, 2001.

  
\_\_\_\_\_  
Diane Ziegenfuss

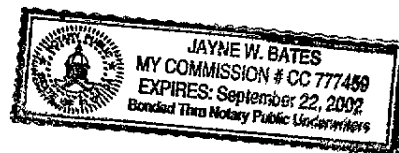
  
\_\_\_\_\_  
Dawn M. Frankovich

STATE OF FLORIDA

COUNTY OF OKALOOSA

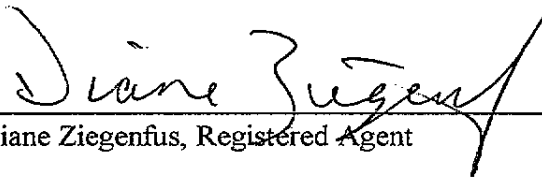
The foregoing instrument was acknowledged before me this 13 day of February, 2001,  
by Diane Ziegenfus and Dawn M. Frankovich, who are ~~personally known~~ to me or who has produced  
\_\_\_\_\_ as identification and who did (did not) take an oath.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:



**ACCEPTANCE BY THE REGISTERED AGENT**

I, DIANE ZIEGENFUS, hereby accept appointment as registered agent for the corporation,  
and acknowledge my acceptance with my signature below on this 13 day of February, 2001.

  
\_\_\_\_\_  
Diane Ziegenfus, Registered Agent

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TALLAHASSEE, FLORIDA