

CAPITAL CONNECTION, INC.

411 E. Virginia Street, Suite 101 Tallahassee, Florida 32301
(850) 224-8870 (800) 477-0622 Fax (850) 222-1212

PO10000025360

Chesapeake Cafe, Inc.

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

X

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

X

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAR 12 PM 2:00

APPROVED
AND
FILED

RECEIVED
01 MAR 12 PM 12:19
DIVISION OF CORPORATION

④

Signature

Requested by: KC

3/12

Name

Date

Time

Walk-In

Will Pick Up

JW
3/12

**ARTICLES OF INCORPORATION
OF
CHESAPEAKE CAFE, INC.**

The undersigned subscribers, being the incorporators of these Articles of Incorporation, hereby form a corporation under the laws of the State of Florida, Florida Statutes, Chapter 607 as follows:

**ARTICLE I
NAME**

The name of this corporation is CHESAPEAKE CAFE, INC.

**ARTICLE II
DURATION**

This corporation shall exist perpetually.

**ARTICLE III
CORPORATE PURPOSE AND POWERS**

This corporation is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This corporation shall have all corporate powers enumerated in Chapter 607 mentioned above. This corporation is organized for the specific purpose of conducting a restaurant.

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have is One Thousand (1,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share, which stock shall have the entire voting power of the corporation.

APPROVED
AND
FILED
01 MAR 12 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4 Eleventh Avenue, Suite One, Shalimar, Florida 32579, and the name of the initial registered agent at that address is Daniel C. Perri.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is three. The name and address of the persons who are to serve as the initial Board of Directors is as follows:

Nancy Luanne Kelly
714 Howell Road
Niceville, Florida 32578

Rebecca Leigh Reeves
714 Howell Road
Niceville, Florida 32578

Kevin J. Kelly
714 Howell Road
Niceville, Florida 32578

ARTICLE VII
INITIAL INCORPORATORS

The name and address of the initial incorporators of this corporation are as follows:

Nancy Luanne Kelly
714 Howell Road
Niceville, Florida 32578

Rebecca Leigh Reeves
714 Howell Road
Niceville, Florida 32578

Kevin J. Kelly
714 Howell Road
Niceville, Florida 32578

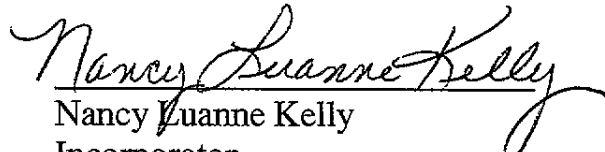
ARTICLE VIII
PRINCIPAL OFFICE ADDRESS AND MAILING ADDRESS

The principal office address of the Corporation is 714 Howell Road, Niceville, Florida 32578. The mailing address for the Corporation is 714 Howell Road, Niceville, Florida 32578.

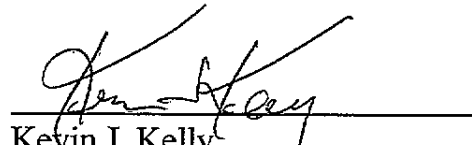
ARTICLE IX
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by vote of 51% of the stock entitled to vote thereon. Any action of the stockholders may be taken without a meeting when consent in writing setting forth the action so taken is signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

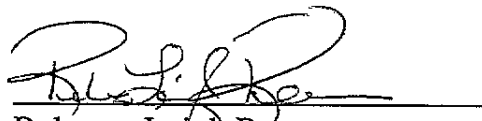
IN WITNESS WHEREOF, the undersigned, being all of the incorporators hereinbefore named, have hereunto set their hand and seal on this the 9th day of March, 2001, for the purpose of forming a corporation to do business both within and without the State of Florida and do make and file in the Office of the Secretary of State of Florida these Articles of Incorporation and certify that the facts herein stated above are true.



Nancy Luanne Kelly
Incorporator



Kevin J. Kelly
Incorporator

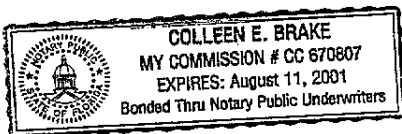


Rebecca Leigh Reeves
Incorporator

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Nancy Luanne Kelly, either personally know to me or has produced a valid driver's license as identification to be the individual described in and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 9th of March, 2001.



Colleen E. Brake

NOTARY PUBLIC
My Commission Expires:

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Kevin J. Kelly, either personally know to me or has produced a valid driver's license as identification to be the individual described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 9th of March, 2001.


Kevin J. Kelly

NOTARY PUBLIC
My Commission Expires:

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Rebecca Leigh Reeves, either personally know to me or has produced a valid driver's license as identification to be the individual described in and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 9th of March, 2001.

A handwritten signature in cursive script, appearing to read "Rebecca Leigh Reeves", is written over a horizontal line.

NOTARY PUBLIC


My Commission Expires:

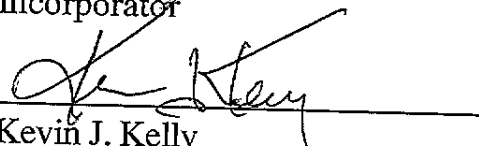
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

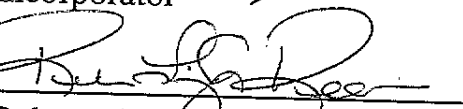
Pursuant to Section 48.091 and 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is Chesapeake Cafe, Inc.
2. The address of the registered office is 4 Eleventh Avenue, Suite One, Shalimar, Florida 32579.
3. The name of the registered agent at the registered office is Daniel C. Perri.

Dated: March 9, 2001.


Nancy Luanne Kelly
Incorporator


Kevin J. Kelly
Incorporator


Rebecca Leigh Reeves
Incorporator

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

Dated: March 9, 2001.


Daniel C. Perri

APPROVED
AND
FILED
01 MAR 12 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA