



Brandon Law Offices of  
**Jan Soeten, Jr., P.A.**

2119 W. BRANDON BLVD., SUITE F  
BRANDON, FLORIDA 33511-4731

TELEPHONE: (813) 685-2505

FAX: (813) 653-4881

WEBSITE: [www.brandonlaw.com](http://www.brandonlaw.com)

EMAIL: [lawoffices.jansoetenjr@gte.net](mailto:lawoffices.jansoetenjr@gte.net)

**PO10000068762**

July 5, 2001

DEPARTMENT OF STATE  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-07/09/01--01106--019  
\*\*\*\*122.50 \*\*\*\*78.75

RE: OLDE TYME YBOR, INC.

**EFFECTIVE DATE**  
7/5/01

Dear Sir/Madam:

Enclosed herewith please find the following:

- (1) The original Articles of Incorporation for OLDE TYME YBOR, INC., a for-profit corporation formed under the Florida Business Corporation Act.
- (2) A Certificate of Designation of Registered Agent signed by the registered agent.
- (3) A copy of the Articles of Incorporation for certification.
- (4) A check in the amount of \$122.50, representing (a) filing fee in the sum of \$35.00; (b) registered agent fee in the sum of \$35.00; and (c) certified copy fee in the sum of \$52.50.

I kindly request that you file these Articles, certifying them as the Articles of Incorporation, and return a certified copy to me at the address listed below. Thank you for your attention, and I remain

Sincerely yours,

  
JAN SOETEN, JR., ESQUIRE

JS:ds

Enclosures

cc: Arthur G. Pfaffko  
Alana M. Ketcham

**FILED**  
01 JUL -9 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

G. BULLOCK JUL 12 2001

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EFFECTIVE DATE

7/5/01

ARTICLES OF INCORPORATION

OF

OLDE TYME YBOR, INC.

FILED

01 JUL -9 PM 11:15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, which provides for the formation, rights, privileges, immunities, and liabilities of corporations for profit, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is OLDE TYME YBOR, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,000 shares of \$1.00 par value common stock, which should be designated "Common Shares."

ARTICLE V - CAPITAL

The amount of capital with which the corporation will begin business shall be \$100.00.

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1409 East 7th Avenue, Ybor City, Tampa, Florida 33605-3609, and the mailing address for the business is Post Office Box 468, Valrico, Florida 33595-0468. The name and address of the initial registered agent of this corporation are ALANA M. KETCHAM, 241 Faithway Drive, Seffner, Florida 33584.

#### ARTICLE VII - DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one (1).

#### ARTICLE VIII - NAMES AND ADDRESSES

The names and street addresses of the members of the first Board of Directors are as follows:

ALANA M. KETCHAM	241 Faithway Drive Seffner, Florida 33584
ARTHUR G. PFAFFKO	1809 Laurel Oak Drive Valrico, Florida 33594

#### ARTICLE IX - INCORPORATORS

The names and addresses of the initial subscribers signing these Articles are as follows:

ALANA M. KETCHAM	241 Faithway Drive Seffner, Florida 33584
ARTHUR G. PFAFFKO	1809 Laurel Oak Drive Valrico, Florida 33594

#### ARTICLE X - BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amounts set opposite their names:

ALANA M. KETCHAM	60 Shares
ARTHUR G. PFAFFKO	40 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all the shareholders and this corporation.

ARTICLE XII - ADOPTION OF BYLAWS

A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

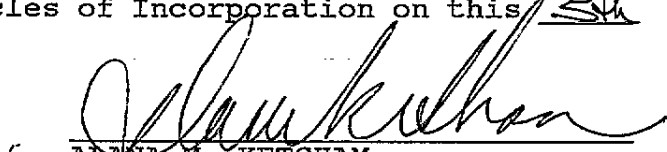
ARTICLE XIII - AMENDMENT

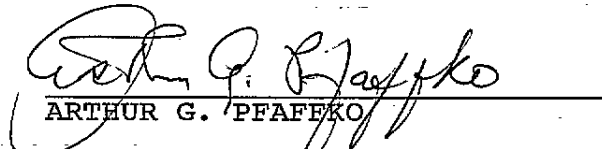
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XIV - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions, and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, We have hereunto subscribed our names and affixed our seals to these Articles of Incorporation on this 5th day of July, 2001.

  
ALANA M. KETCHAM

  
ARTHUR G. PFAFFKO

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared ALANA M. KETCHAM and ARTHUR G. PFAFFKO, who is personally known to me or have produced FL BUSINESS LICENSE as identification, and who depose and say that they are the individuals described in and who executed the foregoing Articles of Incorporation for the purpose therein expressed.

WITNESS my hand and official seal in the above named County and State this 5th day of July, 2001.

  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:



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

**FILED**  
JUL -9 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida.

1. The name of the corporation is **OLDE TYME YBOR, INC.**
2. The name and address of the registered agent and office of the corporation are:

**ALANA M. KETCHAM**  
241 Faithway Drive  
Seffner, Florida 33584

SIGNATURE:

  
ALANA M. KETCHAM

DATE: July 5, 2001

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.

SIGNATURE:

  
ALANA M. KETCHAM

DATE: July 5, 2001