



# The Stanley Wines Law Firm P.A.

60 SECOND STREET S. E. ♦ P.O. BOX 860 ♦ WINTER HAVEN, FL 33882-0860  
TELEPHONE (863) 299-1263 ♦ FAX: (863) 294-4397

BARRY W. BENNETT  
LARRY S. HELMS  
MICHAEL B. MURPHY  
CRAIG M. SPANJERS  
J. MASON WINES  
FRANK STANLEY  
*Retired*

**PO1000097010**

October 1, 2001

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

100004621251--9  
-10/03/01--01026--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: **O & M FAMILY PUB, INC.**  
Our File No. CL-17023

Gentlemen:

Enclosed for filing please find Articles of Incorporation for **O & M FAMILY PUB, Inc.** together with our check in the amount of \$78.75 for filing fee and a certified copy to be returned to me.

Thank you for your assistance.

Very truly yours,

The Stanley Wines Law Firm, P.A.

Larry S. Helms

LSH\hlj  
enclosures

cc: Duncan Owens

SIGNED IN MY ABSENCE  
TO AVOID DELAY  
OCT -3 PM 4:02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
**FILED**

**ARTICLES OF INCORPORATION**

**OF**

**O & M FAMILY PUB, INC.**

The undersigned incorporator hereby certifies to the following in order to form a corporation for a profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation is **O & M Family Pub, Inc.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**ARTICLE IV - PRINCIPAL OFFICE**

The principal office of this corporation is 102 W. Polk Street, Auburndale, Florida 33823 and the corporate mailing address is at 102 W. Polk Street, Auburndale, Florida 33823.

**ARTICLE V - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
FILED

**ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT**

The street address of the initial registered office of this corporation is 102 W. Polk Street, Auburndale, Florida, and the name of the initial registered agent at that address is DUNCAN OWENS.

**ARTICLE VII - BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of Directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one. The individuals constituting the original Board shall be:

JEROD L. MYERS  
14515 POTANOW TRAIL  
ORLANDO, FL 32837

DUNCAN OWENS  
135 KINSTLE AVENUE  
AUBURNDALE, FL 33823

**ARTICLE VIII - INCORPORATOR**

DUNCAN OWENS is the person signing these Articles of Incorporation.

**ARTICLE IX - BY-LAWS**

The power to adopt, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X - NON-RESTRICTION OF CONTRACT**

No contract or other transaction of the corporation with any person, firm or other corporation, in the absence of fraud or wrongdoing shall be effected or invalidated by the fact that any director of this corporation is party to or interested in such contract or other transaction or in any way connected with such person, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might

otherwise exist from his contracting with this corporation for the benefit of himself or any other firm, person or corporation in which he may be in any way interested.

**ARTICLE XI - SHARE TRANSFER RESTRICTIONS**

Shares of the corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the Board of Directors:

<b><u>Shareholder</u></b>	<b><u>Number of Shares</u></b>
<b>JEROD L. MYERS</b>	500 shares
<b>DUNCAN OWENS</b>	500 shares

Shares held by each shareholder may not be sold or otherwise transferred to other persons unless first offered to this corporation or to the remaining shareholders in proportion to their shares. The price, terms, and other provisions regarding this restriction may be specified by written agreement among the shareholders, which agreement may expand this Article and which may also include the corporation as a party. These restrictions are intended to preserve exemptions under federal and state securities laws, to provide for orderly changes in ownership of shares, and to serve other reasonable purposes.

**ARTICLE XII - AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

  
DUNCAN OWENS

STATE OF FLORIDA  
COUNTY OF POLK

I **HEREBY CERTIFY** that on this day, before me a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared **DUNCAN OWENS**, who is ~~personally known to me or~~ who has produced \_\_\_\_\_ as identification, known to me to be the incorporator of **O & M FAMILY PUB, Inc.**, and who executed the foregoing Articles of Incorporation and who acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above, this 15<sup>th</sup> day of October, 2001.



Helen L. Jones  
MY COMMISSION # CC982640 EXPIRES  
January 13, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

Helen L. Jones  
Notary Public - State of Florida  
My Commission Expires: 1-13-01  
My Commission No. CC 982640

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


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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First -- that **O & M FAMILY PUB**, desiring to organize under the laws of the State of Florida, has named **DUNCAN OWENS**, of 135 Kinstle Avenue, Auburndale, FL 33823, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
**DUNCAN OWENS**  
Registered Agent

FILED  
01 OCT -3 PM 4: 02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA