

P01000113442

Capitol Services, Inc.

1406 Hays St., Suite 2

Tallahassee, FL 32301

(850) 878-4734
Kathi or Brent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Jack's Downtown Deli, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #) 600004699136-4
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4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 11/30 30

☒ Certified Copy

☐ Mail Out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

☒ Profit

☐ Not for Profit

☐ Limited Liability

☐ Domestication

☐ Other

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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CR2E031(7/97)

Examiner's Initials

J. BRYAN NOV 29 2001

**ARTICLES OF INCORPORATION
OF
JACK'S DOWNTOWN DELI, INC.**

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ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is JACK'S DOWNTOWN DELI, INC. and its principal place of business shall be located at 33 N. Garden Avenue, Clearwater, Florida 33756.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Seventy Five Hundred (7,500) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which its is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office address of this corporation is 4210 W. Spruce Street, Suite 202, Tampa, Florida 33607-4127 and the name of the initial registered agent of this corporation at that address is Leroy R. Allen.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have One (1) Director who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may

be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
John Serrabella	1467 Seaspray Lane Dunedin, FL 34098

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these articles is:

John Serrabella
1467 Seaspray Lane
Dunedin, Florida 34098

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No Officer or Director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that Officer or Director breached or failed to perform his duties as an officer or director as provided in §607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: November 20, 2001.


John Serrabella, Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that JACK'S DOWNTOWN DELI, INC. desiring to organize or qualify under the laws of the State of Florida has named Leroy R. Allen at 4210 W. Spruce Street, Suite 202, Tampa, Florida 33607-4127, as its agent to accept service of process in Florida.

Dated: November 20, 2001.

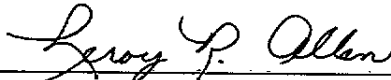


John Serrabella, Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated: November 20, 2001.



Leroy R. Allen, Registered Agent

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