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ALBERT L. TIDWELL

Attorney at Law

10480 STRINGFELLOW ROAD
SUITE 2
ST. JAMES CITY, FL 33956

TEL. (941) 283-8899
FAX (941) 283-0747

February 11, 2002

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*****122.50 *****78.75

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

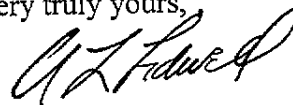
Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for MINDY'S ISLAND RESTAURANTS, INC., along with the Acceptance of Appointment of the Registered Agent, along with the required fee of One hundred twenty-two dollars and fifty cents (\$122.50).

Kindly return to the undersigned the appropriate filed documents at the address above shown.

Thank you for your cooperation.

Very truly yours,



Albert L. Tidwell

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02 FEB 18 PM 4
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
of
MINDY'S ISLAND RESTAURANTS, INC.

1. The corporate name for the corporation is: MINDY'S ISLAND RESTAURANTS, INC.
2. The street address is: 3762 CHERRY LANE, ST. JAMES CITY, FLORIDA 33956.
3. The mailing address of the corporation is: PO BOX 656, ST. JAMES CITY, FLORIDA 33956.
4. The number of shares the corporation is authorized to issue is 500 shares, no par value.
5. There shall be no preemptive rights granted to the shareholders.
6. The street address of the corporation's Registered Agent is: 3762 CHERRY LANE ST. JAMES CITY, FLORIDA 33956.
7. The name of the corporation's initial registered agent is: ROBERT A. MINDERLER, 3762 CHERRY LANE, PO BOX 656, ST. JAMES CITY, FLORIDA 33956.
8. The names and addresses of the incorporators are:

ROBERT A. MINDERLER
3762 CHERRY LANE, PO BOX 656
ST. JAMES CITY, FLORIDA 33956.


ROBERT A. MINDERLER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1.) The name of the corporation is: MINDY'S ISLAND RESTAURANTS, INC.
- 2.) The name and address of the registered agent and office is:

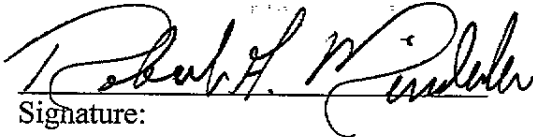
ROBERT A. MINDERLER

3762 CHERRY LANE, PO BOX 656

ST. JAMES CITY, FLORIDA 33956

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:



Date:

2/13/02

**DIVISION OF CORPORATIONS, P O BOX 6327, TALLAHASSEE, FLORIDA
32314**

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