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EFFECTIVE DATE  
2-14-02

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 FEB 18 PM 1:54

February 14, 2002

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-02/18/02--01050--003  
\*\*\*\*122.50 \*\*\*\*\*78.75

**RE: CARR'S CORNER CAFE, INC.**

Dear Sir/Madam:

Please find enclosed an original and duplicate of the Articles of Incorporation for the above-captioned corporation, together with a check in the amount of \$122.50 to cover the following items:

Filing Articles of Incorporation	\$35.00
Registered Agent Filing Fees	\$35.00
Certified Copies of Articles	\$52.50
<b>TOTAL</b>	<b>\$122.50</b>

I would appreciate your returning a certified copy to me.

Thank you for your cooperation.

Very truly yours,

F. CHESSEY FEB 21, 2002

*Sharon M. Carr*

SHARON M. CARR  
CARR'S CORNER CAFE, INC.  
3025 North Tamiami Trail  
Sarasota, Florida 34234

SMC/ash

Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**CARR'S CORNER CAFE, INC.**

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**ARTICLE I - NAME**

The name of the corporation shall be **CARR'S CORNER CAFE, INC.** The mailing address for the corporation is 3025 North Tamiami Trail, Sarasota, Florida, 34234.

**ARTICLE II - DURATION**

This corporation shall exist perpetually.

**ARTICLE III - PURPOSE**

This corporation is organized for the following purposes: to purchase, prepare, sell, and serve food in a restaurant format including the availability of food to be purchased for take-out from the restaurant known as Carr's Corner Cafe, Inc. Also, Carr's Corner Cafe, Inc. will provide food in a catering environment.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 150 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of this corporation is Lauren A. Cameron, Esq., and her address is 1750 Ringling Blvd., Sarasota, Florida, 34236.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time pursuant to the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Sharon Marie Carr	3004 W. Tamiami Circle Sarasota, FL 34234

**ARTICLE VII - SUBSCRIBER**

The name and address of the person signing these Articles of Incorporation is:  
Laureen A. Cameron, Esq., 1750 Ringling Blvd., Sarasota, Florida, 34236.

**ARTICLE VIII - TRANSFERABILITY OF SHARES**

Any and all of the stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof: and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be stamped, written or printed upon the certificate representing said shares, and the by-laws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

**ARTICLE IX**  
**TRANSACTION WITH INTERESTED DIRECTORS OR STOCKHOLDERS**

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm shall be in any way affected or

invalidated by the fact that any of the Directors or Officers of this corporation are interested in such contract or transaction, provided that such interest shall be fully disclosed or otherwise known to the Board of Directors in the meeting of such Board at which such contract or transaction is authorized or confirmed, and provided, however, that any such Directors of this corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize or confirm such contract or transaction, and any such Director may vote thereon to authorize any such contract or transaction with like force and effect as if he were not such Director or officer of such other corporation or not so interested.

#### **ARTICLE X - REPLACING STOCK CERTIFICATES**

The Board of Directors may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

#### **ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended in any manner provided by law.

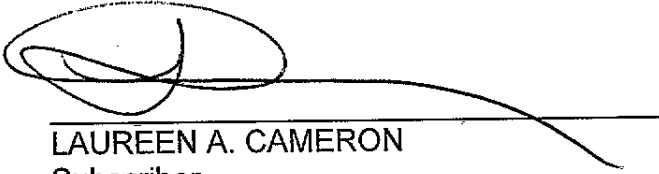
#### **ARTICLE XII - INDEMNIFICATION**

The corporation shall indemnify any Director or Officer or any former Officer or Director to the full extent permitted by law.

#### **ARTICLE XIII - DATE OF COMMENCEMENT**

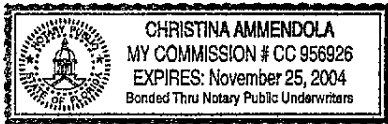
The date of commencement of this corporation shall be February 14, 2002.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this \_\_\_\_\_ day of February 2002.

  
LAUREEN A. CAMERON  
Subscriber

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of February, 2002, by Laureen Cameron



  
NOTARY PUBLIC

Printed, Typed or Stamped Name of Notary

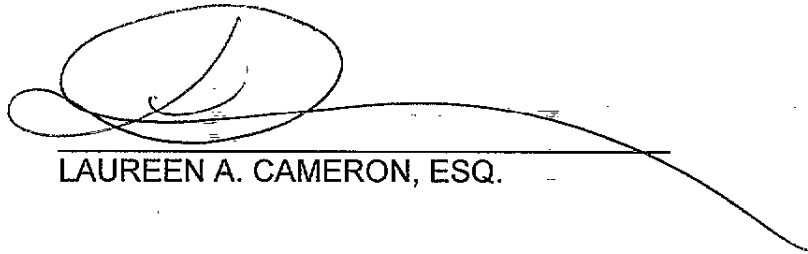
Personally known X  
or Produced identification \_\_\_\_\_

Type of identification produced \_\_\_\_\_

**ACCEPTANCE**

Having been named to accept service of process for CARR'S CORNER CAFE, INC., at the place indicated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: February 14, 2002



LAUREEN A. CAMERON, ESQ.

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