

P020000037727

March 25, 2002

Florida Dept. of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32301

FILED
02 APR -1 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Subj: Incorporation of LILY'S PAD DINER, INC.
Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.

2. My check in the amount of \$78.75 to cover the filing fees.

3. Designation of Resident Agent.

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*****78.75 *****78.75

Kindly acknowledge filing of these Articles of Incorporation in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Atlantic Paralegal Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937. Telephone Number (321) 773-2020.

Thank you for your assistance in this matter.

Sincerely,



Kelly L. Mignogna

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ARTICLES OF INCORPORATION

OF

LILY'S PAD DINER, INC.

ARTICLE I. NAME

The name of this corporation is

LILY'S PAD DINER, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100,000 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1180 N. A1A, Satellite Beach, Florida 32937, and the name of the initial registered agent of this corporation at that address is KELLY L. MIGNOGNA.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation are:

MARY B. SNELL
1620 Wake Forest NW
Palm Bay, Florida 32907

KELLY L. MIGNOGNA
292 Pinetree Drive
Indialantic, Florida 32903

PATRICIA J. ADAMS
417 Hyder Street N.E.
Palm Bay, Florida 32907

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 1180 N. A1A, Satellite Beach, Florida 32937, and the mailing address of the corporation is 1180 N. A1A, Satellite Beach, Florida 32937.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

KELLY L. MIGNOGNA
1180 N. A1A
Satellite Beach, Florida 32937

ARTICLE X. AMENDMENTS

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

IN WITNESS WHEREOF the undersigned subscriber has ^{she} executed these articles of incorporation on this 20 day of March, 2002.

Kelly L. Mignogna
KELLY L. MIGNOGNA

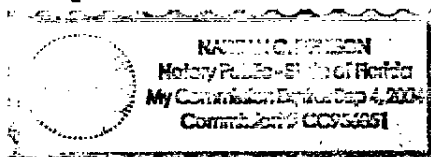
STATE OF FLORIDA
COUNTY OF BREVARD

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 KELLY L. MIGNOGNA to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 20th day of March, 2002.

FL/DL

Nadean C. Benson
Notary Public



DESIGNATION
AS
REGISTERED AGENT

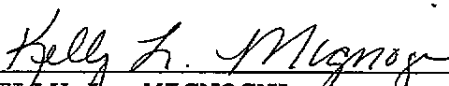
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In compliance with Section 48.091, and Section 607.
Florida Statutes, the following is submitted:

That LILY'S PAD DINER, INC., desiring to organize under the laws of the State of Florida, with its principal office at 1180 N. A1A, Satellite Beach, Brevard County, Florida 32937, has named KELLY L. MIGNOGNA, located at 1180 N. A1A, Satellite Beach, Brevard County, Florida 32937, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


KELLY L. MIGNOGNA
Registered Agent