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## Florida Department of State

Division of Corporations

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## To:

Division of Corporations

Fax Number : (850)205-0381

## From:

Account Name : YOUR CAPITAL CONNECTION, INC.

Account Number : I20000000257

Phone : (850)224-8870

Fax Number : (850)222-1222

## FLORIDA PROFIT CORPORATION OR P.A.

SMITH'S SOUTHGATE CAFE, INC.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**  
**OF**  
**SMITH'S SOUTHGATE CAFE, INC.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation is **SMITH'S SOUTHGATE CAFE, INC.**

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation is 5205 US Highway 19, New Port Richey, FL 34652.

**ARTICLE III: CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of (\$1.00) per share.

**ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is Dennis J. Inkpen, 5205 US Highway 19, New Port Richey, FL 34652.

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**ARTICLE V: INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

**ARTICLE VI: INITIAL BOARD OF DIRECTORS**

The name and address of each member of the initial Board of Directors of the corporation is **President: Dennis J. Inkpen, Vice-President/ Secretary/ Treasurer: Valerie A. Inkpen, 5205 US Highway 19, New Port Richey, FL 34652.**

**ARTICLE VII: SPECIAL PROVISION**

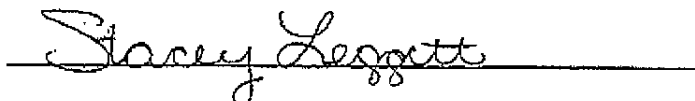
It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

**ARTICLE VIII: 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 at the price at which it is offered to others.

The undersigned has executed these Articles of Incorporation this 29th day of April 2002.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"

A handwritten signature in cursive script, reading "Stacey Leggett", is written over a horizontal line.

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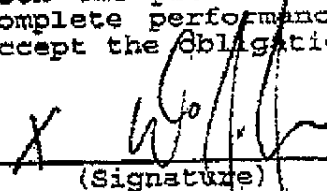
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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 : SMITH'S SOUTHGATE CAFE,  
INC.

2. The name and address of the registered agent and office is: .  
Dennis J. Inkpen  
5205 US Highway 19  
New Port Richey, FL 34652

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.

X   
(Signature)

4/29/02  
(Date)

Dennis J. Inkpen (President)  
Printed Name, Title

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