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Tri-County Paralegal Services, Inc.



Preparing Civil/Criminal Trial/Appellate Pleadings for Attorneys Statewide

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Brooksville, FL 34601

July 2, 2002

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

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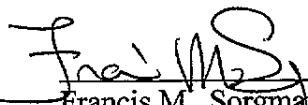
Re: Articles of Incorporation for: **American Family Buffet, Inc.**

Enclosed herewith is a check in the amount of \$78.75 to defray the incorporation costs for the enclosed Articles of Incorporation for American Family Buffet, Inc.

Please return the a certified copy of the Articles of Incorporation to this office upon successful filing.

Please contact our office if there are questions regarding this matter.

Sincerely,


Francis M. Sorgman, preparer
5510 River Road, Suite 109
New Port Richey, FL 34652
1-877-847-6637

FILED
02 JUL 18 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

202-19902
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 10, 2002

FRANCIS M. SORGMAN
5510 RIVER RD., STE. 109
NEW PORT RICHEY, FL 34652

SUBJECT: AMERICAN FAMILY BUFFET, INC.
Ref. Number: W02000019902

We have received your document for AMERICAN FAMILY BUFFET, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 602A00042911

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – CORPORATE NAME

American Family Buffet, Inc.

This corporation shall exist perpetually unless dissolved according to Florida Law.

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

The corporation is authorized to issue 500 shares of common stock, par value \$1.00 per share.

A. Board of Directors. The power of this Corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors consisting of not less than one (2) person and not more than ten (10) persons. The initial number of Directors of the Corporation shall be one (1), provided, however, that such number may be changed pursuant to the Bylaws

1 duly adopted by the Board. At all times the member of the Board of Directors shall be divided
2 as equally as the number of Directors will permit into two (2) classes: Class 1, Class 2.

3 The term of office for all Directors shall be two (2) years except for the term of office of
4 the initial Class 1 Director shall expire at the annual meeting next ensuing, the term of office of
5 the initial Class of Director(s) shall expire two (2) years thereafter.

7 The name and address of such initial members of the Board of Directors are as follows:

8 NAME: Arthur Gordon Seabury (Class 1)
9 ADDRESS: 4500 Collins Road
10 CITY: Spring Hill, Fl. 34606
11 PHONE: (352) 584-0127

12 It is the intent of these Articles that, at all times hereafter, the Directors shall be classified
13 as to term of office in the manner herein above provided for in the initial Board, so that, as nearly
14 as the number of Directors will permit, one-half of the Directors of this Corporation shall be
15 elected at each annual meeting of the Corporation.

16 Any action required or permitted to be taken by the Board of Directors under any
17 provision of law may be taken without a meeting, if a majority of members of the Board shall
18 individually or collectively consent in writing to such action. Such written consent or consents
19 shall be held with the minutes of the proceedings of the Board, and any such action by written
20 consent shall have the same force and effect as if taken by vote of the Directors. Any certificate
21 or other document filed under any provision of law which relates to actions so taken shall state
22 that the action was taken by written consent of the Board of Directors without a meeting. Such a
23 statement shall be prima facie evidence of such authority.
24

1 **B. Corporate Officers.** The Board of Directors shall elect the following officers:
2 President, Vice President, Secretary and Treasurer, and such other officers as the Bylaws of the
3 Corporation may authorize the Directors to elect from time to time. Initially, such officers shall
4 be elected at the first annual meeting of the Board of Directors. Until such election is held, the
5 following persons shall serve as corporate officers:
6

7 <u>Title</u>	<u>Name</u>
8 President	Arthur Gordon Seabury
9 Vice President	Arthur Gordon Seabury
10 Secretary & Treasurer	Arthur Gordon Seabury

11

12 **ARTICLE VI - INITIAL PRINCIPLE OFFICE**

13 The principal place of business and mailing address of this corporation shall be:

14 Principle Place of Business: 3660 U.S. Highway 19
15 Spring Hill, Florida 34606

16
17 Mailing Address: 4500 Collins Road
18 Spring Hill, Fl. 34606

1 **ARTICLE VII – INITIAL REGISTERED OFFICE AND AGENT**

2 The street address of the initial registered office and the name of the initial registered
3 agent at that office are:

4
5 NAME: Arthur Gordon Seabury
6 ADDRESS: 4500 Collins Road
7 CITY/STATE/ZIP: Spring Hill, Florida 34606
8 PHONE (352) 584-0127

9 **ARTICLE VIII – INCORPORATORS**

10 The names of addresses of the Incorporators signing these Articles of Incorporation are as
11 follows:

12 NAME: Arthur Gordon Seabury
13 ADDRESS: 4500 Collins Road
14 CITY/STATE/ZIP: Spring Hill, Fl. 34606
15 PHONE (352) 584-0127

16 **ARTICLES IX – MANNER OF ELECTION OF DIRECTORS**

17 The manner in which the directors are elected or appointed is as follows:

18 By major vote of the stockholders

19
20 **ARTICLE X – LIMITATION OF CORPORATION OF POWERS**

21 The corporate powers of this corporation are as provided in FS § 607.0302, unless
22 limited as follows: **There are no limitations expressed, implied or contemplated.**
23

1 The undersigned Incorporator(s) have executed these articles of incorporation on this

2 2nd day of July, 2002

3
4 X Arthur Gordon Seabury
5 Signature of Incorporator

6 Arthur Gordon Seabury
7 Typed name of Incorporator signing

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO FS § 607.052, 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.

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at, P.O. Box 6863, Spring Hill, Florida 34611, has named **Arthur Gordon Seabury**, located at the aforesaid address, as its registered agent to accept service of process within the state.

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

Arthur Gordon Seabury
(Signature)

7/2/02
(Date)

Arthur Gordon Seabury, Registered Agent
4500 Collins Road
Spring Hill, Fl. 34606
Tel: (352) 584-0127

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA