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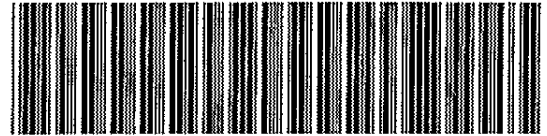
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

no. 3 — 31692

DB 11/20



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 5, 2002

RECEIVED
02 NOV 20 AM 11:25
DIVISION OF CORPORATION

Capital Connection, Inc.
417 E. Virginia St.
Ste. #1
Tallahassee, FL 32301

SUBJECT: BETTY INC.
Ref. Number: W02000031692

RE-SUBMIT

PLEASE OBTAIN THE ORIGINAL
FILE DATE

We have received your document for BETTY 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name 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) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 702A00060431

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ATC III

A. T. COOPER III
ATTORNEY AT LAW
1230 MYRTLE AVENUE SOUTH
SUITE 102
CLEARWATER, FLORIDA 33756
TELEPHONE (727) 447-0212 • FAX (727) 441-4039
EMAIL: cooper.a.t@worldnet.att.net

October 31, 2002

Department of State
Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

RE: BETTY INC.
My File #: 02-1448

Dear Madam:

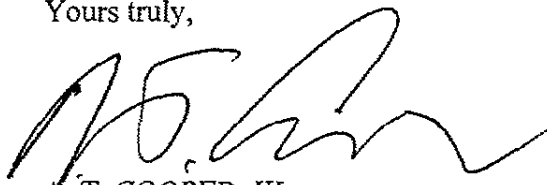
Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-named prospective corporation, along with my check to cover the following:

Filing Fee	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	<u>8.75</u>
	\$78.75

Please return one certified copy of Articles to this office.

If you have any questions, please do not hesitate to call.

Yours truly,



A. T. COOPER, III

ATCIII/aw
Enclosures
cc: Mr. Warren Shelor

ARTICLES OF INCORPORATION
OF

BETTY JOYCE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the sole incorporator to these Articles of Incorporation, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Corporation is **BETTY JOYCE, INC.**

ARTICLE II
DURATION

This corporation shall have perpetual existence, which existence shall commence upon the time of filing and continue until terminated by unanimous agreement of the members.

ARTICLE III
PURPOSES

A. To erect, construct, establish, purchase, lease, and other wise acquire, and to hold, use, equip, outfit, supply, service, maintain, operate, sell and otherwise dispose of, restaurants, inns, taverns, cafes, cafeterias, grills, automats, buffets, diners, delicatessens, lunch rooms, coffee shops, luncheonettes, ice cream parlors, milk bars, candy stores, soda fountains, bakeries, kitchens, bars, saloons, cocktail lounges, banquet halls, catering establishments, concessions, and other eating and drinking places and establishments of every kind and description, and checkrooms, newsstands, and cigar, cigarette, and tobacco stands and stores, and generally to conduct the business of restaurateurs, caterers, innkeepers, tobacconists, bakers, butchers, cooks, concessionaires, and purveyors, suppliers, preparers, servers, and dispensers of food and drink; and to engage in all activities, to render all services, and to buy, sell, use, handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

To manufacture, produce, treat, purchase, and otherwise acquire, cook, bake, and otherwise prepare, can, bottle, and otherwise package, and exchange, distribute, sell, and otherwise dispose of, handle, market, store, import, export, deal and trade in and with confections, extracts, syrups, food, and food products of every kind and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas, and other drinks and beverages of every kind and description, ice cubes, crushed and block ice, cigars, cigarettes, tobacco, and smoking supplies;

and products, books, newspapers, magazines, and other publications, and all similar, kindred, and allied articles, products, and merchandise.

B. This corporation is also organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as presently enacted and as it may be amended from time to time.

ARTICLE IV **CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, having par value of \$1.00 per share.

ARTICLE V **INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business shall be not less than the sum of \$100.00.

ARTICLE VI **PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights such that each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for a pro rata portion of:

(1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment of the articles of incorporation or out of shares of stock of the corporation acquired by it after issuance and whether issued for cash, promissory notes, services, property, or other securities of the corporation; or

(2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE VII
REGISTERED AND PRINCIPAL OFFICE OF CORPORATION;
MAILING ADDRESS OF CORPORATION; AND
REGISTERED AGENT OF CORPORATION

The street address of the initial registered and principal office this corporation is: 305 Magnolia Street, Windermere, Florida 34786

The name and address of the registered agent of this corporation are: Warren Shelor, 305 Magnolia Street Windermere, Florida 34786.

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles are: Warren Shelor, 305 Magnolia Street Windermere, Florida 34786.

The incorporator certifies that the proceeds of the stock subscribed for will not be less than the amount of capital with which the corporation shall begin business as is set forth herein.

ARTICLE IX
INITIAL BOARD OF DIRECTORS

Initially, this corporation shall not have more than three (3) directors. The number of directors may be either increased or diminished from time to time by the Bylaws.

The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
WARREN SHELOR	305 Magnolia Street Windermere, Florida 34786

ARTICLE X
OPERATIONS
RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite his or her name:

<u>NAME</u>	<u>NUMBER OF SHARES</u>
WARREN SHELOR	100

Shares held by shareholders may not be sold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XI
SECTION 1244 STOCK AND SUB-CHAPTER "S" ELECTION

It is the intent of the incorporator that the corporation will qualify its common stock under Section 1244 of the Internal Revenue Code, and that the corporation will initially qualify as a Sub-Chapter "S" Corporation under the Internal Revenue Code.

ARTICLE XII
BYLAWS OR STOCKHOLDERS AGREEMENT

By stockholders agreement or bylaws, the corporation may restrict the transfer or encumbrance of any and all of its stock, including, but not limited to, provisions for the transfer of the stock owned by retiring, disabled or deceased stockholder, or any stockholder required to sever financial interest in the corporation. The bylaws may be repealed or amended, and new bylaws may be adopted, by either the Board of Directors or the stockholders, but the Board of Directors may not amend or repeal any bylaw adopted by the stockholders if the stockholders specifically provide such bylaw not subject to amendment or repeal by the directors.

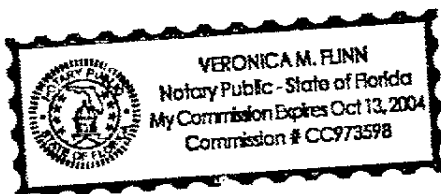
ARTICLE XIII
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIV
MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers and business affairs of the corporation may be exercised by or under the authority and direction of the shareholders of this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28 day of Oct., 2002.



Warren Shelor
WARREN ~~SHELDON~~, Incorporator
SHELDON
@

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State set forth above, personally appeared WARREN SHELDON, (check one) ☐ who is personally known to me, or ☐ who produced as identification _____
personally known and to me known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed same, for the purposes expressed therein.

Oct SWORN TO AND SUBSCRIBED before me in my presence this 28 day of _____, 2002.

Veronica Funn
NOTARY PUBLIC

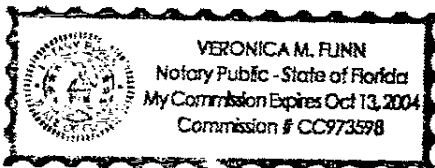
Print Notary Name:

My Commission expires: 10-13-04

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for the above named corporation, BETTY JOYCE, INC., at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida.

Dated this 28 day of Oct, 2002.



Warren Shelor
WARREN SHELDON, as Registered Agent

FILED
02 NOV -4 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA