

PO3000010274

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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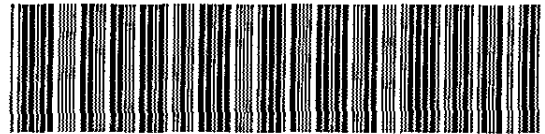
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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EXPIRATION DATE

01-25-03

01/21/03--01054--013 **78.75

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03 JAN 21 PM 3:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TOPS CHOICE HAMBURGERS NO. 2, INC.
8072 Navarre Parkway
Navarre, FL 32566
Santa Rosa County

January 17, 2003

Florida Department of State
Division of Corporations - New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

Re: Tops Choice Hamburgers No. 2, Inc.

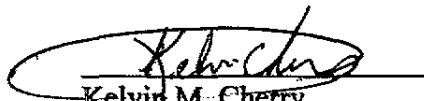
Dear Processing Agent,

Enclosed are:

- A. Articles of Incorporation in duplicate for Tops Choice Hamburgers No. 2, Inc.
- B. Money Order#84431262069 for filing fees of \$ 78.75 (Seventy Eight and 75/100 Dollars.)

Please mail certification to letterhead address. If you need additional information, kindly contact me at (850) 225-2464.

Thank you,


Kelvin M. Cherry
President

Enclosures

**ARTICLES OF INCORPORATION
OF
TOPS CHOICE HAMBURGERS NO. 2, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is **TOPS CHOICE HAMBURGERS NO. 2, INC.**

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

EFFECTIVE DATE

01-25-03

ARTICLE III - CAPITAL STOCK

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

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office address of the corporation is 123-A Alabama Avenue, Fort Walton Beach, Florida 32548 and the mailing address is the same.

ARTICLE VI - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be KELVIN M. CHERRY, 123-A Alabama Avenue, Fort Walton Beach, FL 32548.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-laws adopted by the Corporation but shall never be less than one.

ARTICLE VIII – INITIAL DIRECTORS

The name of the initial director of the Corporation is:

NAME

ADDRESS

KELVIN M. CHERRY

123-A Alabama Avenue
Fort Walton Beach, FL 32548

ARTICLE IX - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

NAME

ADDRESS

KELVIN M. CHERRY

123-A Alabama Avenue
Fort Walton Beach, FL 32548

ARTICLE X - 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 stockholders' meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI – EFFECTIVE DATE


The effective date of the Corporation shall be January 25, 2003.

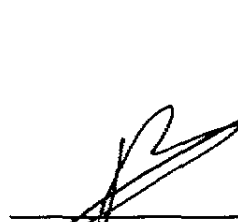
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the forgoing Articles of Incorporation on the 17 day of January, ~~2002~~ 2003 *pmc*
k.c.


KELVIN M. CHERRY

STATE OF FLORIDA
COUNTY OF Okaloosa

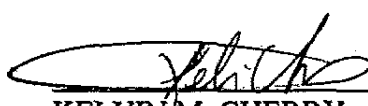
BEFORE ME, a Notary Public, personally appeared KELVIN M. CHERRY, known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 17 day of JANUARY, ~~2002~~ 2003 *pmc*
k.c.

 Paul M. Spiriti
Commission #DD161452
Expires: Nov 15, 2006
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public
Commission Number DD161452

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation


KELVIN M. CHERRY
123-A Alabama Avenue
Fort Walton Beach, FL 32548

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TALLAHASSEE, FLORIDA