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SECURITY STATE
TALLAHASSEE, FLORIDA

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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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7/29

TRANSMITTAL LETTER

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

SUBJECT: A Bountiful Basket Bakery & Eatery, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Robert J Eaton

Name (Printed or typed)

616 South Ride

Address

Tallahassee, FL 32303

City, State & Zip

850-422-1906

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE 1. NAME

The name of the corporation shall be: A Bountiful Basket Bakery & Eatery, Inc.

ARTICLE 2. PRINCIPAL OFFICE

The principal office of this corporation shall be 616 South Ride, Tallahassee, Florida 32303.

ARTICLE 3. PURPOSE

The purpose for which this Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

ARTICLE 4. INITIAL BUSINESS

The corporation initially intends to conduct the business of gift baskets sales, bakery sales and take-out food services. Such initial intention shall in no manner whatever limits the character of the business, which the Corporation may ultimately conduct.

ARTICLE 5. AUTHORIZED CAPITAL

The authorized capital stock of this Corporation shall be 10,000 shares of common stock, par value \$ 1.00 per share.

ARTICLE 6. REGISTERED AGENT

The name and address of the initial Registered Agent of the Corporation is:

Robert J. Eaton
616 South Ride
Tallahassee, FL. 32303

The principal address is the same as the registered office.

ARTICLE 7. BOARD OF DIRECTORS

The initial Board of Directors shall consist of four (4) directors. The persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are: Joyce Michelle Eaton 616 South Ride, Tallahassee, FL. 32303 as President; Christa Brown Wilson 3735 Dorset Way, Tallahassee, FL. 32303 as Vice President; Debra DeLoach Eaton 616 South Ride, Tallahassee, FL 32303 as Treasurer; and Robert J Eaton as Secretary, otherwise, the number of persons to serve on the Board of Directors shall be fixed by the Bylaws of the Corporation.

ARTICLE 8. INCORPORATORS

The names and addresses of the incorporators of the Corporation are: Joyce Michelle Eaton 616 South Ride, Tallahassee, FL. 32303; Christa Brown Wilson 3735 Dorset Way, Tallahassee, FL. 32303; Robert J. Eaton 616 South Ride, Tallahassee, FL. 32303; and Debra DeLoach Eaton 616 South Ride, Tallahassee, FL 32303.

ARTICLE 9. DISTRIBUTION FROM CAPITAL SURPLUS

The Board of Directors of the Corporation may, from time to time, distribute to its shareholders out of, or purchase its own shares from, the capital surplus of the corporation.

ARTICLE 10. REPURCHASE OF SHARES

The Board of Directors of the Corporation may, from time to time, cause the Corporation to purchase its own shares to the extent of the unreserved and unrestricted earned and capital surplus of the Corporation.

ARTICLE 11. DIVIDENDS

The Board of Directors may authorize the payment of dividends to the holders of shares of stock payable in shares.

**ARTICLE 12 INDEMNIFICATION OF OFFICERS,
DIRECTORS, EMPLOYEES AND AGENTS:**

The corporation may indemnify officers, directors, employees or agents in accordance with applicable sections of the state statutes or any successor statute.

ARTICLE 13. LIMITATION OF LIABILITY

The liability of directors to the Corporation or its shareholders for monetary damages for breach of fiduciary duty is eliminated and or limited to the full extent permitted by law.

The undersigned incorporators have executed these Articles of Incorporation this 29 day of July, 2003.

Joyce Michelle Eate

Christa Brown Wilson

Randy Eate

Robert Patrick Eate

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: A Bountiful Basket Bakery & Eatery, Inc.

2. The name and address of the registered agent and office is:

Robert J. Eaton
616 South Ride
Tallahassee, Fl. 32303

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.

Robert J. Eaton
(Signature)

7/30/03
(Date)

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