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# POTTER, CLEMENT AND LOWRY

ATTORNEYS AT LAW 308 EAST FIFTH AVENUE MOUNT DORA, FLORIDA 32757 (352) 383-4186

DEL G. POTTER, P.A. G. EDWARD CLEMENT, P.A. ARCHIE O. LOWRY, JR., P.A.

FAX (352) 383-0087

September 4, 2003

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

Re: Articles of Incorporation – SOS RESTAURANT EQUIPMENT SERVICE, INC.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-referenced corporation. You will also find enclosed this firm's check payable to the Secretary of State in the amount of \$78.75, representing the following fees:

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

We would appreciate your filing the enclosed Articles and sending us confirmation of same.

If you have any questions, please do not hesitate to contact me. We appreciate your assistance in this matter.

Very truly yours,

Del G. Potter

DGP/rp

**Enclosures** 

#### ARTICLES OF INCORPORATION

OF

## SOS RESTAURANT EQUIPMENT SERVICE, INC.

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#### ARTICLE I

NAME: The name of this Corporation is SOS RESTAURANT EQUIPMENT SERVICE, INC., and its address is 2880 Idleweise Dr., Deltona, FL 32738.

#### ARTICLE II

DURATION: This Corporation shall exist perpetually.

#### ARTICLE III

PURPOSE: The purpose is to engage in any activities or business permitted in the laws of the United States and Florida.

#### ARTICLE IV

CAPITAL STOCK: The Corporation shall have the authority to issue ONE THOUSAND (1,000) shares, all of one class, ONE (\$1.00) DOLLAR par value.

#### ARTICLE V

PREEMPTIVE RIGHTS: Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

#### ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT: The street address of the initial registered office and Registered Agent of this Corporation is, 308 E. Fifth Ave., Mt. Dora, Florida 32757, and the name of the initial Registered Agent of this Corporation at that address is Del G. Potter. The business address and mailing address of the corporation shall be the same as the Registered Agent.

#### ARTICLE VII

INITIAL BOARD OF DIRECTORS: This Corporation shall have one (1) Director. The number of Directors may be either increased or decreased from time to time by the Bylaws

but shall never be less than one. The name and address of the initial Director of this Corporation is: Stephen D. Owen 2880 Idleweise Dr. Deltona, FL 32738-9530 ARTICLE VIII INCORPORATOR: The name and address of the person signing these Articles is: Stephen D. Owen 2880 Idleweise Dr. Deltona, FL 32738-9530 ARTICLE IX POWER TO AMEND BYLAWS: The Bylaws can only be amended by an eighty five (85%) percent majority vote of the outstanding shares. STATE OF FLORIDA COUNTY OF LAKE The foregoing instrument was acknowledged before me this 4th , 2003 by STEPHEN D. OWEN, ( ) who is personally known to me; or Twho has produced as identification. ROBIN B. PADGETT NOTARY PUBLIC COMMISSION # DD 190492 EXPIRES: May 4, 2007
Bonded Thru Notary Public Underwrite My Commission Expires

## ACCEPTANCE OF REGISTERED AGENT

I, DEL G. POTTER, hereby accept the position of Registered Agent for SOS RESTAURANT EQUIPMENT SERVICE, INC.

DÉL G. POTTER

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