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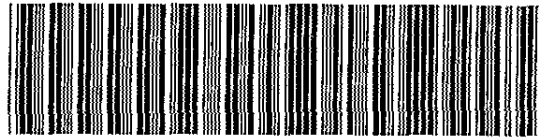
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**LAW OFFICES OF  
Eula R. Clarke, P.A.**

615 SW St. Lucie Crescent Suite 1F

Stuart, FL 34994

**MAIL REPLY TO: P.O. Box 3335, Stuart, Florida 34995-3335**

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Telephone: 772- 220-3324

Fax: 772- 220-1805

September 12, 2003

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

Subject: Restated Articles of Incorporation for "**Georgia Boy & Ethel's FAMOUS WINGS, Inc.**"

Dear Clerk::


Enclosed, please find an original and two (2) copies of the Articles of Incorporation for **Georgia Boy & Ethel's FAMOUS WINGS, Inc.**, and a Check in the amount of \$87.50 for:

Filing fees	\$35.00
Registered Agent Fee	\$35.00
Two certified copies	\$17.50
<b>TOTAL</b>	<b>\$87.50</b>

Please advise if there are any additional fees or costs involved.

Please return all documents to:  
EULA R. ROBINSON-CLARKE  
P.O. Box 3335  
Stuart, Florida 34995-3335  
(772) 220-3324

Respectfully submitted,

  
Eula R. Robinson-Clarke  
Attorney at Law

Enc. As Stated above

## ARTICLES OF INCORPORATION

(A FLORIDA FOR PROFIT CORPORATION-Chapter 607 & 621, Florida Statutes)

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The undersigned incorporator(s) for purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

### (ARTICLE I - Name:

The name of the Corporation shall be: **Georgia Boy & Ethel's FAMOUS WINGS, Inc.**

### ARTICLE II - Address:

The county in the State of Florida where the principal business is located is: Martin County, FL. The mailing and street address of the principal place of business shall be: **508 Martin Luther King Jr. Blvd. Stuart, FL, 34994.**

### ARTICLE III - Duration:

The period of duration for the Corporation shall be perpetual.

### ARTICLE IV: Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **100 shares**

### ARTICLE V: Initial Registered Agent and Street Address .

The name and address of this corporation's registered agent is: **EULA R. ROBINSON-CLARKE, Attorney, 615 SW St. Lucie Crescent, Stuart, Florida, 34994.**

The mailing address of the Registered Agent is: P.O. Box 3335, Stuart, Florida 34995

### ARTICLE VI: Management of Corporate Affairs

(A) **Board of Directors:** The Powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors shall be a minimum of THREE (3)] provided, however, a maximum number shall be set and may be changed by the bylaws as adopted by the Board of Directors.

The directors named as the board of directors shall hold office until the next annual meeting of members, at which time an election of directors shall be held. Directors elected at the annual meeting, and at all times thereafter, shall be elected and serve in accordance with the bylaws, and until the qualification of the successors in office.

Annual meetings of the Membership shall be held in December of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to

time by resolution, or as provided in the bylaws.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the Board of Directors are as follows:

Betty Tyson Smith, 5653 SE Inez Avenue, Stuart, Florida 34997.

James W. Tyson, 5653 SE Inez Avenue, Stuart, Florida 34997.

Keith Bryant, 1639 SE Arapaho Avenue, Stuart, Florida 34994.

Sabrina Bellamy, 5025 SE Isabelita Avenue, Stuart, Florida 34997.

Ursula Smith, 5653 SE Inez Avenue, Stuart, Florida 34997

**(B) Corporate Officers.** The board of directors shall elect the following officers: President, Vice President, 2<sup>nd</sup> Vice President, Treasurer and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

**President:** Betty Tyson Smith, 5653 SE Inez Avenue, Stuart, Florida 34997.

**1<sup>st</sup> Vice President:** James W. Tyson, 5653 SE Inez Avenue, Stuart, Florida 34997

**2<sup>nd</sup> Vice President:** Keith Bryant, 1639 SE Arapaho Avenue, Stuart, Florida 34994.

**Treasurer:** Ursula Smith, 5653 SE Inez Avenue, Stuart, Florida 34997

**Secretary:** Sabrina Bellamy, 5025 SE Isabelita Avenue, Stuart, Florida 34997.

## ARTICLE VII: Purpose and Service Designation

This corporation shall be a service corporation organized for the sole and specific purpose of providing personal services to clients in the food service industry, and shall have as its shareholders those companies or individuals who are duly licensed or otherwise legally authorized to render the same services.

The undersigned, being the President of this corporation, for the purpose of submitting the Articles of Incorporation of this for profit corporation under the Laws of Florida have executed these articles of incorporation on: September 12, 2003.

Betty Tyson Smith as President  
Signature

Print Name: Betty Tyson Smith

STATE OF FLORIDA       )  
MARTIN COUNTY        )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared BETTY TYSON SAULT and known to me to be the person who executed this foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of September, 2003.



EULA R. ROBINSON-CLARKE  
MY COMMISSION # 00101738  
EXPIRES March 20, 2006  
Bonded Through Budget Notary Services

Eula R. Robinson-Clarke  
Notary Public, State of Florida

#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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.

Eula R. Robinson-Clarke  
EULA R. ROBINSON-CLARKE, ATTORNEY

9/12/03  
Date

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA