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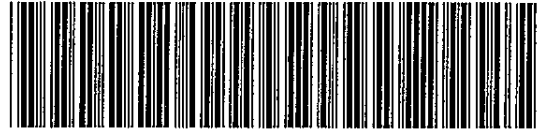
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: CHENNAR'S OF SOUTH FLORIDA 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: KEITH E PUGH
Name (Printed or typed)

2699 BUFORD HWY
Address

BUFORD GA 30518
City, State & Zip

(970) 945-0676
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
CHEDDAR'S OF SOUTH FLORIDA INC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME.

The name of the corporation is **CHEDDAR'S OF SOUTH FLORIDA INC.**

ARTICLE II - DURATION.

The corporation shall have perpetual duration.

ARTICLE III - STATUTES.

The corporation is organized pursuant to and in compliance with the provisions of Chapters 607 and 621 of the Florida Statutes.

ARTICLE IV - PURPOSE.

The corporation is a corporation for profit and is organized for the following general purposes:

- a) to engage in the business of operating food service establishments / restaurants;
- b) to engage in any lawful business or activity relating thereto; and
- c) to engage in any lawful act of activity for which corporations may be organized under the Florida Statutes.

ARTICLE V - SHARES.

The number of shares the corporation is authorized to issue is 10,000,000 shares of no par value common stock.

ARTICLE VI – SECURITIES LAW.

Shares in the corporation will not be issued at any time in a manner which will constitute a public offering under the Securities Act of 1933, as amended, or under any Florida Statutes or any other state or commonwealth securities laws, or which will require the registration of these securities under any federal or state law.

ARTICLE VII – INITIAL DIRECTORS.

The initial Board of Directors shall be one (1) in number and the name of the person who is to serve as the initial Board of Directors is as follows:

Keith E Pugh

ARTICLE VIII – TAX ELECTIONS.

The Board of Directors are authorized to take all necessary steps after the corporation begins its existence, if such is determined to be in the best interest of the corporation, to make elections:

- (1) to be taxed as a small business corporation under Subchapter S of the Internal Revenue Code of 1986, and the corresponding Florida Statute;
- (2) to qualify for any other favorable treatment under the Internal Revenue Code of 1986, and the corresponding Florida Statute.

ARTICLE IX – PREEMPTIVE RIGHTS.

The shareholders of the corporation shall have preemptive rights to acquire additional shares of the corporation in proportion to the then outstanding shares owned respectively by each shareholder.

ARTICLE X – REGISTERED AGENT.

The name and Florida street address of the initial registered agent of the corporation is:

Robert S Dubey
2334 Aqua Vista Boulevard
Fort Lauderdale, Florida, 33301

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Robert S Dubey
Registered Agent

ARTICLE XI - INCORPORATOR.

The name and address of the incorporator is:

Keith E Pugh
2699 Buford Highway
Buford, Georgia 30518

ARTICLE XII – MAILING ADDRESS.

The initial principal location and mailing address of the corporation is:

2699 Buford Highway
Buford, Georgia 30518

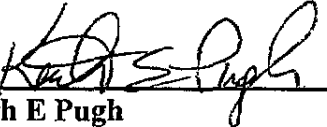
ARTICLE XIII - DISTRIBUTIONS.

The Board of Directors of the Corporation may from time to time and at its discretion distribute a portion of the assets of the Corporation to its shareholders out of the capital surplus of the Corporation.

ARTICLE XIV – SHARE REPURCHASES.

The Board of Directors of the Corporation may from time to time and at its discretion cause the Corporation to purchase its own shares to the extent of unreserved and unrestricted capital surplus available for said purchase.

IN WITNESS WHEREOF, I have hereunto executed these Articles of Incorporation, this 9th
day of August, 2004.



Keith E Pugh
Applicant / Incorporator

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2004 AUG 11 A 9 46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA