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ARTICLES OF INCORPORATION

OF

MAISON BORDEAUX, INC.



The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I Name and Address

The name of the Corporation shall be **MAISON BORDEAUX, INC.**, and its mailing address is 8566 West Gulf Boulevard, Treasure Island, Florida 33706.

ARTICLE II Purpose and Powers

<u>Section 1</u>. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

<u>Section 2</u>. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III Term of Existence

The Corporation shall have perpetual existence. Corporate existence shall commence on the date of filing of these Articles of Incorporation.

ARTICLE IV Capital Stock

The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, \$.01 par value.

ARTICLE V Board of Directors

<u>Section 1</u>. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

<u>Section 2</u>. The initial Board of Directors of the Corporation shall consist of one Director, whose name and address are as follows:

Name

<u>Address</u>

Mr. Robert S. Chapman

8566 West Gulf Boulevard Treasure Island, Florida 33706

<u>Section 3</u>. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI Bylaws

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

<u>Section 2</u>. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

<u>Section 3</u>. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII Amendments

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII Registered Office and Agent

<u>Section 1</u>. The street address of the initial registered agent of the Corporation shall be One Progress Plaza, Suite 1210, St. Petersburg, Florida 33701.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Karen E. Maller.

ARTICLE IX Incorporator

	<u>Incorporator</u>		
The name and address of the	e incorporator is:		
<u>Name</u>	Address		
Alan M. Gross	One Progress Plaza, Suite 1210 St. Petersburg, Florida 33701		
	r the purpose of forming a corporation under the law gned executed these Articles of Incorporation on th		
	Mm_		
	ALAN M. GROSS		
STATE OF FLORIDA COUNTY OF PINELLAS)		
2004, by ALAN M. GROSS, who	as acknowledged before me this 23 rd day of Augu His personally known to me or has produced ication and who did did not take an oath.	st, 	
My Commission Expires:	Notary Public (SEA	ıL)	
	(Print Name of Netary Public of this line)		

OFFICIAL NOTARY SEAL
JAMES N POWELL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. DD130740
MY COMMISSION FXP. JULY 16,2006

OFFICIAL NOTARY SE: JAMES N POWEL! NOTARY PUBLIC STATE O' COMMISSION NO. I' MY COMMISSION EX!

ACCEPTANCE

I hereby accept to act as initial Registered Agent for MAISON BORDEAUX, INC., as stated in these Articles of Incorporation.

KAREN E. MALLER

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 23rd day of August, 2004, by **KAREN E. MALLER**, who ☑ is personally known to me or ☐ has produced ___ as identification and who ☐ did ☐ did not take an oath.

My Commission Expires:

Notary Public

(SEAL)

(Print Name of Notary Public on this line)

OFFICIAL NOTARY SEAL
JAMES N POWELL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. DD130740
MY COMMISSION EXP. JULY 16,2006

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