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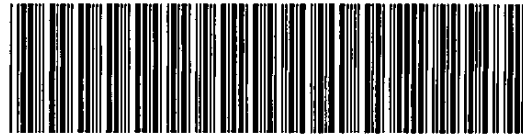
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W06-48616



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gf 12/12/06

October 30, 2006
Kevin and Candy Barnhill
P. O. Box 357485
Gainesville, FL 32635
(352) 373-2550

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

Re: Articles of Incorporation for K. C. Foods, Inc. doing business as
Millhopper Café

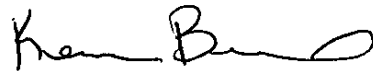
To Whom It May Concern,

Enclosed please find an original and two (2) copies of the Articles of Incorporation for K. C. Foods, Inc. doing business as Millhopper Café. Additionally, enclosed please find a check in the amount of \$87.50 for the filing fee, a certified copy, and certificate of status. A self addressed stamped-enveloped has been provided for your convenience.

Sincerely,



Candy Barnhill



Kevin Barnhill

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 5, 2006

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06 DEC 12 PM 4:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CANDY BARNHILL 2ND MAILING
POST OFFICE BOX 357485
GAINESVILLE, FL 32635

SUBJECT: K. C. FOODS, INC. DBA MILLHOPPER CAFE
Ref. Number: W06000048616

We have received your document for K. C. FOODS, INC. DBA MILLHOPPER CAFE and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

An effective date may be added to the Articles of Incorporation if a 2007 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filing Section

Letter Number: 406A00065423



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

November 6, 2006

CANDY BARNHILL
POST OFFICE BOX 357485
GAINESVILLE, FL 32635

SUBJECT: K. C. FOODS, INC. DBA MILLHOPPER CAFE
Ref. Number: W06000048616

We have received your document for K. C. FOODS, INC. DBA MILLHOPPER CAFE and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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Claretha Golden
Document Specialist
New Filing Section

Letter Number: 406A00065423

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
K. C. FOODS, INC.**

FILED
06 DEC 12 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporators of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of the Corporation shall be K. C. Foods, Inc.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation, K. C. Foods, Inc. is 5200 NW 43rd Street, Suite 303, Gainesville, Alachua County, Florida 32606, and its mailing address is P. O. Box 357485, Gainesville, Alachua County, Florida 32635.

The Corporation, K. C. Foods, Inc. shall exist for a period of perpetual existence, commencing upon the approval by the Secretary of State.

ARTICLES III - PURPOSE

The Corporation, K. C. Foods, Inc. is organized for the purpose of operating a food service establishment and may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLES IV - SHARES

The maximum number of shares of stock that the Corporation, K. C. Foods, Inc. is authorized to have outstanding at any one time is 100 shares of common stock having a nominal or par value of \$1.00 per share.

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his/her 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. Upon the death or incapacity of any shareholders, first choice of purchase on a pro rata share basis (as nearly as may be done without issuance of fractional shares) is reserved to the remaining shareholders. The pro rata share of those shareholders not wishing to purchase shall be offered on a pro rata basis to those remaining shareholders who do wish to purchase those shares.

ARTICLE V - DIRECTORS

The Corporation, K. C. Foods, Inc. shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time in accordance with the corporation Bylaws, but shall never be less than two. The names and addresses of the initial directors of this Corporation are:

NAME

Kevin Barnhill
President and Treasurer

ADDRESS

P. O. Box 357485
Gainesville, Florida 32635

Candy Barnhill
Vice-President and Secretary

P. O. Box 357485
Gainesville, Florida 32635

The Corporation reserves the right to amend or repeal any amendment hereto, and any right conferred upon the shareholder is subject to this reservation. If the directors consent in writing to any action taken or to be taken by the Corporation, and the writing evidencing their consent is filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE VI - REGISTERED AGENT

The name of the initial registered agent of the Corporation, K. C. Foods, Inc. shall be N. Albert Bacharach, Jr., Esq. and the street address of the initial registered office of the Corporation shall be 115 NE 6th Avenue, Gainesville, Alachua County, Florida 32601.

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 who hereby accepts the appointment and designation as Registered Agent and agree to act in this capacity.



N. ALBERT BACHARACH, JR. ESQ.

ARTICLE VII -INCORPORATORS

The names, mailing, and street address of the incorporators and principal office to these

Articles of Incorporation is:

**Kevin Barnhill, President and
Candy Barnhill, Vice-President
P. O. Box 357485
Gainesville, Florida 32635
5200 NW 43rd Street, Suite 303
Gainesville, Florida 32606
(352) 373-2550**

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of December, 2006.




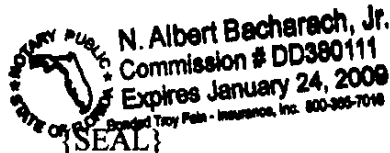
KEVIN BARNHILL, Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME the undersigned authority, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared, KEVIN BARNHILL, known to me to be or who proved to my satisfaction that he is the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

THE FOREGOING instrument was acknowledged before me this 11th day of December, 2006, by KEVIN BARNHILL, who is personally known to me, and who did/did not take an oath.


Print Notary's Name:
Notary Public, State of Florida at large
Expiration:
Commission No.:



IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of December, 2006.

CJ Barnhill
CANDY BARNHILL, Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME the undersigned authority, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared, CANDY BARNHILL, known to me to be or who proved to my satisfaction that he is the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

THE FOREGOING instrument was acknowledged before me this 11th day of December, 2006, by CANDY BARNHILL, who is personally known to me, and who did/did not take an oath.

~~Print Notary's Name~~

Notary Public, State of Florida at large

Expiration:

Commission No.:



N. Albert Bacharach, Jr.
Commission # DD380111
Expires January 24, 2009
Notary Public, State of Florida, Inc. 800-388-7019

**CERTIFICATE DESIGNATING REGISTERED OFFICE
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with *Statute 607.034* and/or *621, Florida Statutes*, the following is submitted.

That K. C. FOODS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 5200 NW 43rd Street, Suite 303, Gainesville, Alachua County, Florida 32606 and with its mailing address at P. O. Box 357485, Gainesville, Alachua County, Florida 32635 has named N. ALBERT BACHARACH, JR., ESQ., 115 NE 6th Avenue, Gainesville, Alachua County, Florida 32601, as its agent to accept service of process within Florida.

12/11/06
Date

KB
KEVIN BARNHILL
Incorporator

12/11/06
Date

Cy Hill
CANDY BARNHILL
Incorporator

12/11/06
Date

N. ALBERT BACHARACH, JR., ESQ.
Registered Agent

FILED
06 DEC 12 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA