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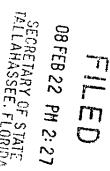
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State of Florida
Division of Corporation
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

February 18, 2008

In Re: Rick's Bar-B-Q, Incorporated For-Profit Corporation Filing

Dear Sir/Madam:

Enclosed please find the original copy of the Articles of Incorporation for Rick's Bar-B-Q, Incorporated. I have also included my personal check for the State filing fee in the amount of \$ 78.75.

Should you have any questions, please, do not hesitate to contact me.

I remain,

Respectfully Yours,

Leonard W. Yanke Polk County Document Services, Inc.

c.c File/customer.

ARTICLES OF INCORPORATION

OB FEB 22 PM 2: 27

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit) RETARY OF STATE

AT ALLAHASSEE, FLORIDA

RICK'S BAR-B-Q, INCORPORATED (Name of corporation)

The undersigned acting as the Incorporator under Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I

The Name of the corporation is: RICK'S BAR-B-O, INCORPORATED

ARTICLE II – DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

> ARTICLES OF INCORPORATION RICK'S BAR-B-Q, INCORPORATED

<u>ARTICLE IV – CAPTIOL STOCK</u>

The corporation is authorized to issue 100 shares of common stock, par value \$ 1.00 per share.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The power of this Corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors consisting of not less than two (2) person and not more than ten (10) persons. The initial number of Directors of the Corporation shall be one (2), provided, however, that such number may be changed pursuant to the Bylaws duly adopted by the Board. At all times the member of the Board of Directors shall consist of an even number and shall be divided as equally as the number of Directors will permit into two (2) classes: Class 1 and Class 2.

The term of office for all Directors shall be two (2) years except for the term of office of the initial Class 1 Director shall expire at the annual meeting next ensuing, the term of office of the initial Class of Director(s) shall expire two (2) years thereafter.

ARTICLES OF INCORPORATION RICK'S BAR-B-Q, INCORPORATED

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1	The name and address of such initial members of the Board of Directors are as follows:		
2			
٦	NAME:	RICKY J. SMITH	(President) (Class 1)
4	ADDRESS:	367 PASCO COURT SE	
5	CITY, STATE & ZIP	WINTER HAVEN, FLORIDA 33884	
6	PHONE:	(863) 289-6434	
7			
8	NAME:	MARCIA G. SMITH	(President) (Class 1)
9	ADDRESS:	367 PASCO COURT SE	
LO	CITY, STATE & ZIP	WINTER HAVEN, FLORIDA 33884	
.1	PHONE:	(863) 289-6434	
12			
L3	NAME:		(Secretary) (Class 3)
L4	ADDRESS:		
L5	CITY, STATE & ZIP:	·	
16	PHONE:		
L7			
18	NAME:	<u></u>	(Treasure) (Class 4)
19	ADDRESS:		
20	CITY, STATE & ZIP		
21	PHONE:		
22			
23			

ARTICLES OF INCORPORATION RICK'S BAR-B-Q, INCORPORATED 3

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It is the intent of these Articles that at all times hereafter, the Directors shall be classified as to term of office in the manner herein above provided for in the initial Board, so that, as nearly as the number of Directors will permit, one-half of the Directors of this Corporation shall be elected at each annual meeting of the Corporation.

• 1

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 a majority of members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be held 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 vote of the Directors. Any certificate or other document filed under any provision of law which relates to actions so taken shall state that the action was taken by written consent of the Board of Directors without a meeting. Such a statement shall be prima facie evidence of such authority.

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President and such other officers as the Bylaws of the 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:

1	1	•		
.1	Title:			
2	President	RICKY J. SMITH		
3	Vice President	MARCIA G. SMITH		
4	Secretary-Treasur	re		
5				
6	·			
7 8	ART	ICLE VI – INITIAL PRINCIPLE OFFICE		
9				
10	The principal place of business and mailing address of this corporation shall be:			
11	Principle Place of Bu	usiness: 204 6TH STREET SW, WINTER HAVEN, FL. 33880		
12	Mailing Address:	204 6TH STREET SW, WINTER HAVEN, FL. 33880		
13	<u>ARTICLE VI</u>	1 – INITIAL REGISTERED OFFICE AND AGENT		
14	·			
15	The street address of the initial registered office and the name of the initial registere			
16	agent at that office are:			
17				
18	NAME: <u>RIC</u>	KY J. SMITH		
19	ADDRESS: 204 (STH STREET SW		
20	CITY, STATE & ZIP <u>WIN</u>	TER HAVEN, FLORIDA 33884		
21	PHONE: (863)	289-6434		
22				
23				
24				

ARTICLE VIII – INCORPORATORS

	ľ		
3	The names of a	addresses of the Incorporators signing these A	rticles of Incorporation are a
4	follows:		
5			
6	NAME:	RICKY J. SMITH	(Incorporator)
7	ADDRESS:	367 PASCO COURT SE	,
8	•	WINTER HAVEN, FLORIDA 33884	
9	PHONE:	(863) 289-6434	
10			
11	NAME:	MARCIA G. SMITH	(Incorporator)
12	ADDRESS:	367 PASCO COURT SE	
13	CITY, STATE & ZIP	WINTER HAVEN, FLORIDA 33884	
14	PHONE:	(863) 289-6434	
15			
16	NAME:		(Incorporator)
17	ADDRESS:		
18	CITY, STATE & ZIP		
19	PHONE:		
20			
21	NAME:		(Incorporator)
22	ADDRESS:		
23	CITY, STATE & ZIP		
24	PHONE:		
25	1		

ARTICLES OF INCORPORATION RICK'S BAR-B-Q, INCORPORATED

ARTICLES IX – MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

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By major vote of the stockholders

ARTICLE X – LIMITATION OF CORPORATION OF POWERS

The corporate powers of this corporation are as provided in FS § 607 AND 621, unles
limited as follows: None
The undersigned Incorporator has executed these articles of incorporation on this
day of February, 2008.
x Ricky Smith
RICKY J. SMOTH. Incorporator
*Marga Dorth
MARCIA G. SMITH Incorporator
$ _{\mathbf{x}}$
Incorporator

ARTICLES OF INCORPORATION RICK'S BAR-B-Q, INCORPORATED

Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE.

PURSUANT TO FS § 607 & 621, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE **FOLLOWING STATEMENT DESIGNATING** THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 204 6TH STREET SW, WINTER HAVEN, FLORIDA 33880, has named RICKY J. SMITH., located at the storesaid address, as its registered agent to accept service of process within the state.

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RICKY J. SMITH

·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.

RICKY J. SMITH

February /3_,2008 (Date)

ARTICLES OF INCORPORATION RICK'S BAR-B-O, INCORPORATED