

P95000002032

CHARNOCK & HAGER
ATTORNEYS AT LAW

5358 SPRING HILL DRIVE
SPRING HILL, FLORIDA 34606

(City, State, Zip)

(Phone #)

11/27/94 10:04 AM

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

74-25471

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 29, 1994

CHARNOCK & HAGER
5358 SPRING HILL DRIVE
SPRING HILL, FL 34606

SUBJECT: MICHAEL'S BISTRO, INC.
Ref. Number: W94000025421

We have received your document for MICHAEL'S BISTRO, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return 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 (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 094A00051124

ARTICLES OF INCORPORATION
OF
MICHAEL'S DISTRO, INC.

ARTICLE I - NAME

The name of the corporation is MICHAEL'S DISTRO, INC.

ARTICLE II - DURATION

As provided in Florida Statutes, Chapter 607, this corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of Common Stock at \$1.00 par value.

ARTICLE V - PRE-EMPTIVE RIGHTS

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 already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5358 Spring Hill Drive, Spring Hill, Florida 34606, and the name of the initial registered agent of this corporation at that address is WILLIAM T. CHARNOCK, III.

ARTICLE VII - INITIAL ADDRESS OF THE CORPORATION

The street address of the initial office of this corporation is 1358 Spring Hill Drive, Spring Hill, Florida 34606.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

DIANE L. JUSTICE
12446 WINSTON COURT
SPRING HILL, FLORIDA 34609

and

BEATRICE REILLY
10314 BANNOCK STREET
SPRING HILL, FLORIDA 34608

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these articles is:

DIANE L. JUSTICE
12446 WINSTON COURT
SPRING HILL, FLORIDA 34609

and

BEATRICE REILLY
10314 BANNOCK STREET
SPRING HILL, FLORIDA 34608

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII - INDEMNIFICATION

In addition to any rights and duties under applicable law, the corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 10 day of November, 1994.

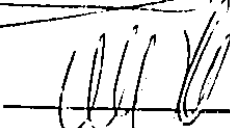
Diane L. Justice
DIANE L. JUSTICE, Subscriber

Beatrice Reilly
BEATRICE REILLY, Subscriber

STATE OF FLORIDA

COUNTY OF HERNANDO

The foregoing instrument was acknowledged before me this
day of _____, 1994, by DIANE L. JUSTICE and BEATRICE
REILLY, who has produced _____ as
identification, or is personally known to me and who did take an
oath.



NOTARY PUBLIC

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MICHAEL'S BISTRO, INC.

I heroby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



WILLIAM T. CHARNOCK, III