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Mailing Address: Post Office Box 10149, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

**PAYEE'S NAME**  
FIRM  
ADDRESS

**C.C. FEE**

**Capital Expense**  
☐ Art. of Inc. File  
☐ Corp. Record Search  
☐ Ltd. Partnership File  
☐ Foreign Corp. File  
☐ ) Cert. Copy

**Art. of Amend. File**  
**Dissolution/Withdrawal**  
**C U S -**

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

DISBURSED

C.C. FEE.

Capital Express

1. of Inc. File

Corp. Record Search

Ltd. Filing File

Foreign Corp. File

) Cert. Copy

Art. of Amend. File

Dissolution/Withdrawal

C U S-

Fictitious Name File

Name Reservation

Annual Report/Reinformation

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

File No.'s, Copies

Courier Service

Shipping/Handling

Phone ( )

Top Priority

Express Mail Prop.

FAX ( )

pgs.

SEARCHED INDEXED  
SERIALIZED FILED  
JUN 17 1995  
FBI - MEMPHIS

FILED  
JUN 17 1995  
FBI - MEMPHIS

**SUBTOTALS**

JAN 17 1995 BSB

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<i>HW</i>		

WALK-IN  
Will Pick Up 1-17 1,00

**Please remit invoice number with payment**  
**TERMS: NET 10 DAYS FROM INVOICE DATE**  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum

**THANK YOU**  
from  
**Your Capital Connector**

FILED  
JAN 17 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

STANTON FAMILY RESTAURANTS, INC.

ARTICLE I - NAME

The name of this corporation shall be:

STANTON FAMILY RESTAURANTS, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To engage in services and activities associated with decision-making in the public and private sector.

To engage in any other lawful business, to purchase, or otherwise acquire, and to own, mortgage, pledge, sell, convey, assign, transfer, or otherwise dispose of, and to invest in and hold real or personal property, of every class, kind, and description, and to otherwise engage in any legal business or activity permitted under the laws of the State of Florida and in all other States and counties.

To conduct said business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and license in the State of Florida and in all other States and counties.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages and transfers of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, mortgage, transfer, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, of any other corporation of the State of Florida or any other State or Government, and while owner of such stock to exercise all of the rights, powers, and privileges of ownership, including the right to vote such stock.

### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares at no par value.

### ARTICLE IV - PREEMPTIVE RIGHT

Holders of the common stock shall have the right to subscribe and purchase their pro rata shares of any new common stock which may be issued by the corporation.

### ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

### ARTICLE VI - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be at 1824 South Third Street, Jacksonville Beach, Florida 32250.

### ARTICLE VII - INITIAL REGISTERED AGENT & ADDRESS

The name and address of the initial registered agent Terri L. Stanton at 1824 South Third Street, Jacksonville Beach, Florida 32250.

### ARTICLE VIII - DIRECTORS

This corporation shall not have more than one (1) director initially. The number of directors may be increased or diminished from time to time by ByLaws adopted by the stockholders.

### ARTICLE IX - INITIAL DIRECTORS AND OFFICERS

The names and addresses of the Initial Director and Officers are:

NAME	ADDRESS
Donald C. Stanton, Jr. P/T	1824 South Third Street Jacksonville Beach, FL 32250
Terri L. Stanton VP/D/S	1824 South Third Street Jacksonville Beach, FL 32250

## ARTICLE X - INCORPORATOR

The name and street address of the Incorporator of these Articles of Incorporation is:

NAME	ADDRESS
Terri L. Stanton	1824 South Third Street Jacksonville Beach, FL 32250

## ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

## ARTICLE XII - SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

## ARTICLE XIII - EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date of filing.

  
\_\_\_\_\_  
Terri L. Stanton  
Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in State and County named above to take acknowledgements, personally appeared Terri L. Stanton to me known to be the person described as subscribed in and executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above on this the 6th day of January, 1995.

\_\_\_\_\_  
Notary Public  
My Commission Expires:

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

FILED

25 JAN 17 PM 12:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.051, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is

**STANTON FAMILY RESTAURANTS, INC.**

The name and address of the Registered Agent and Office is:

Terri L. Stanton  
1824 South Third Street  
Jacksonville Beach, Florida 32250

SIGNATURE

*Terri L. Stanton*

Terri L. Stanton

TITLE

Director

DATE

1-10-95

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.

SIGNATURE

*Terri L. Stanton*

Terri L. Stanton

DATE

1-10-95