

TRANSMITTAL LETTER

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

SUBJECT: CLIFTONS' COUNTRY ENTERPRISES, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00 ☐ \$78.75 ☒ \$122.50 ☐ \$131.25

FROM:

ROGER CLIFTON

Name (printed or typed)

RR 1 BOX 371

Address

BRANFORD, FL 32008

City, State & Zip

(904) 758-1520

Daytime Telephone number

* Note:

Please process as soon as possible.

895.1-212

Thank you

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 7, 1995

ROGER CLIFTON
RR 1 BOX 391
BRANFORD, FL 32008

SUBJECT: CLIFTON'S COUNTRY ENTERPRISES, INC.
Ref. Number: W95000002719

We have received your document for CLIFTON'S COUNTRY ENTERPRISES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 495A00005090

ARTICLES OF INCORPORATION

2/6/95

The undersigned incorporator hereby forms and organizes a corporation for profit under the laws of the State of Florida

ARTICLE I - NAME

The name of the corporation is Cliftons' Country Enterprises, Inc. and the address of the corporation is RR 1 Box 391 Branford, Fl. 32008

ARTICLE II - DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall have perpetual existence. The corporation shall commence existence at 12 01 P M on February 6, 1995

ARTICLE III - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 1000 shares of common stock, having a par value of \$.01 per share, fully paid and non-assessable.

Authorized capital stock may be paid for in cash, services, or property, at a just value, but not less than par value, to be fixed by the Board of Directors of this corporation.

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 this prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is RR 1 Box 391 Branford, Fl. 32008. The initial registered agent of the corporation is Roger Clifton

ARTICLE VI - DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one (1).

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The name and addresses of the members of the first Board of Directors are as follows:

NAME	ADDRESS
Roger Clifton	RR 1 Box 391 Branford, Fl. 32008
Ruth A Clifton	RR 1 Box 391 Branford, Fl 32008

ARTICLES OF INCORPORATION

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator who has executed these Articles of Incorporation is as follows

NAME

ADDRESS

Roger Clifton

RR 1 Box 391 Branford, FL 32008

ARTICLE IX - AMENDMENT

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

ARTICLE X - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing on the same principle among any number of such candidates.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in duplicate this 31st day of January 1995.

Roger Clifton (SEAL)

STATE OF FLORIDA
COUNTY OF SUWANNEE

The foregoing Articles of Incorporation were acknowledged before me by Roger Clifton this 31st day of January 1995.

Connie O. Barnes

Notary Public, State of Florida
My Commission Expires:

(NOTARY SEAL)



CONNIE O. BARNES
MY COMMISSION # CC 135004 EXPIRES
August 8, 1995

RECEIVED
FEB 22 1995
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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.

1. The name of the corporation is: CLIFTONS' COUNTRY
ENTERPRISES, INC.

2. The name and address of the registered agent and office is:

ROGER CLIFTON
(Name)
RR 1 BOX 391
(P.O. Box not acceptable)
BRANFORD, FL. 32008
(City/State/Zip)

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.

Roger Clifton
(Signature)

2/9/95