

P95000039976

5/19/95

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM

11:47 AM

((H95000005640))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: ACE INDUSTRIES, INC.

DEPARTMENT OF STATE

54 NW 11TH ST

STATE OF FLORIDA

409 EAST GAINES STREET

MIAMI FL 33136-2890

TALLAHASSEE, FL 32399

CONTACT: LYNN FRIEDMAN

FAX: (904) 922-4000

PHONE: (305) 358-2571

FAX: (305) 358-7832

((H95000005640))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: THE CRACKED EGG OF HERNANDO, INC.

FAX AUDIT NUMBER: H95000005640

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/19/1995

TIME REQUESTED: 11:47:15

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 070744001530

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000005640))

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Menu: <Ctrl R-Shift>

2400 7E1

VT100

Online

EFFECTIVE DATE

MAY 18, 1995

506

H45-05640

ARTICLES OF INCORPORATION  
OF  
THE CRACKED EGG OF HERNANDO, INC.

I, THE UNDERSIGNED, HEREBY ORGANIZE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE SAID STATE OF FLORIDA, PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF CORPORATIONS FOR PROFIT.

ARTICLE I - NAME AND PRINCIPAL OFFICE

THE NAME OF THE CORPORATION SHALL BE:

THE CRACKED EGG OF HERNANDO, INC.

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE CORPORATION SHALL BE:

5325 COMMERCIAL WAY  
SPRING HILL, FLORIDA 34606

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY, COMMENCING ON THE DATE OF EXECUTION AND ACKNOWLEDGEMENT OF THESE ARTICLES.

ARTICLE III - PURPOSE

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA'S GENERAL CORPORATION ACT.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 7,000 SHARES OF \$1.00 PAR VALUE COMMON STOCK, WHICH SHOULD BE DESIGNATED "COMMON SHARES".

ARTICLE V - CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION WILL BEGIN BUSINESS SHALL BE \$100.00.

EFFECTIVE DATE

MAY 18, 1995

H45-05640  
ACE INDUSTRIES, INC.  
54 NW 11th Street  
Miami, FL 33136  
305-368-2571

00-10-1000 10147  
05/17/1995 14:00

505 350 7032  
004-436-2656

ACE INDUSTRIES/PRINTING CORP KIT  
H J KUCZYNSKI C/A

P.11  
PAGE 04

H95-05640

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS:

5325 COMMERCIAL WAY  
SPRING HILL, FLORIDA 34606

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

TRACY A. BARTLETT

ARTICLE VII

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY A MAJORITY VOTE OF THE STOCKHOLDERS, BUT IT SHALL NEVER BE LESS THAN ONE.

ARTICLE VIII

THE NAMES AND STREET ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE AS FOLLOWS:

TRACY A. BARTLETT  
12152 ELSTON STREET  
SPRING HILL, FLORIDA 34609

ARTICLE IX - INCORPORATORS

THE NAMES AND ADDRESSES OF THE INITIAL SUBSCRIBERS SIGNING THESE ARTICLES ARE AS FOLLOWS:

TRACY A. BARTLETT  
12152 ELSTON STREET  
SPRING HILL, FLORIDA 34609

ARTICLE X - AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND, ADDEND, OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDER IS SUBJECT TO THIS RESERVATION.

H95-05640

H95-05640

ARTICLE XI - BY-LAWS

THE POWER TO ADOPT, ADDEND, AMEND, OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

ARTICLE XII - ADOPTION OF BY-LAWS

A SPECIAL MEETING OF THE SUBSCRIBERS OR THEIR ASSIGNS SHALL BE HELD, UPON THE CALL OF THE PRESIDENT, FOR THE PURPOSE OF COMPLETING THE ORGANIZATION OF THE CORPORATION AND THE ADOPTION OF THE BY-LAWS AND THE TRANSACTION OF SUCH OTHER BUSINESS AS MAY COME BEFORE THE MEETING.

ARTICLE XIII - TERMS OF ISSUING STOCK

STOCK TO BE ISSUED PURSUANT TO THESE ARTICLES OF INCORPORATION SHALL BE ISSUED UNDER THE TERMS, PROVISIONS AND CONDITIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE.

ARTICLE XIV - RESTRICTIONS ON TRANSFER OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS IN THE AMOUNTS SET OPPOSITE THEIR NAMES:

|                   |           |
|-------------------|-----------|
| TRACY A. BARTLETT | 75 SHARES |
| MARLENE CUTROLE   | 25 SHARES |

SHARES HELD BY THE INITIAL SHAREHOLDERS LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN WHICH, SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS AND THIS CORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME AND AFFIXED MY SEAL TO THESE ARTICLES OF INCORPORATION, ON THIS 18TH DAY OF MAY, 1995.

*Tracy A. Bartlett*  
\_\_\_\_\_  
TRACY A. BARTLETT

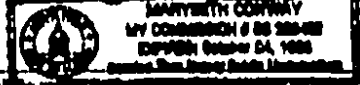
H95-05640

H95-05640

STATE OF FLORIDA  
COUNTY OF Hernando

BEFORE ME PERSONALLY APPEARED Tracy A. S. Baillet-Lat TO ME  
WELL KNOWN AND KNOWN TO ME TO BE THE PERSON DESCRIBED IN AND WHO  
EXECUTED THE FOREGOING INSTRUMENT, AND ACKNOWLEDGED TO AND BEFORE  
ME THAT HE/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN  
EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 10th DAY OF May,  
1995.

Margaret Conz  
NOTARY PUBLIC, STATE OF FLORIDA  
  
PRINT NAME OR OTHER NAME OF  
NOTARY PUBLIC

PERSONALLY KNOWN ✓ OR  
TYPE OF IDENTIFICATION PRODUCED \_\_\_\_\_

H95-05640

05-10-1995 10:40  
05/17/1995 14:00

305 350 7032  
904-596-2656

ACE INDUSTRIES/PRINTING CORP KIT  
M J KIERZYNSKI CPA

P.14  
PAGE 07

H95-05640

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICES OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

PURBUANT TO CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

THE CRACKED EGG OF HERNANDO, INC.

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA  
WITH ITS PRINCIPAL OFFICE AS INDICATED IN THE ARTICLES OF  
INCORPORATION AT 3325 COMMERCIAL WAY, SPRING HILL, COUNTY OF  
HERNANDO, STATE OF FLORIDA, HAS NAMED TRACY A. BARTLETT, AT  
THAT ADDRESS, AS ITS AGENT TO ACCEFT SERVICE OF PROCESS WITHIN  
THIS STATE.

ACKNOWLEDGEMENT: HAVING BEEN NAMED TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIG-  
NATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS  
CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF THE SAID  
ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

Tracy A. Bartlett  
TRACY A. BARTLETT

RECEIVED  
JUL 19 1995  
CLERK OF COURT  
H. J. BARTLETT

H95-05640