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VS ST
TALLAHASSEE, FL 3230
904-222-0393 FAX

FILED

95 JUN -6 AM 10:12

SECRETARY OF STATE
TALLAHASSEE, FL 32304



ACCOUNT NO. : 072100000032

REFERENCE : 609838 - 98066A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : June 5, 1995

ORDER TIME : 8:11 AM

ORDER NO. : 609838

100001506871

CUSTOMER NO: 98066A

CUSTOMER: Nina M. Threlkeld, Legal Asst
ANDREW M. SCHWARTZ, ESQ

Suite 308
1701 West Hillsboro Boulevard
Deerfield Beach, FL 33442

DOMESTIC FILING

NAME: BEST WINGS OF CAPE CORAL, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

NANCY HENDRICKS JUN - 7 1995

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
OF
BEST WINGS OF CAPE CORAL, INC.

FILED
95 JUN -6 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BEST WINGS OF CAPE CORAL, INC.

The address of the principal office of this corporation shall be 1303 Del Prado, Cape Coral, Florida 33090, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$.10 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Donald J. Ladanyi
Dir.

1303 Del Prado
Cape Coral, Florida 33090

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Donald J. Ladanyi
Pres./Treas.

1303 Del Prado
Cape Coral, Florida 33090

Sandra J. Carson
V. Pres.

Same

Mike Townsend
Sec.

Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 6, 1995.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Daniel J. Lacey*
Its Agent, Gail Shelby

CLD/dgs

RECEIVED
JAN 10 1995

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Law Office of
ANDREW M. SCHWARTZ, P.A.
A Professional Association

Suite 308
1701 West Hillsboro Boulevard
Deerfield Beach, Florida 33442

Ph. (305) 574-0770
Fax (305) 574-0702

July 20, 1995

Secretary of the
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Best Wings of Cape Coral, Inc. / Document Number P95000043675

Dear Secretary of State::

Please find enclosed a Change of Registered Agent form and the appropriate check in the amount of \$35.00 regarding the above mentioned Corporation. If you have any questions regarding this matter, do not hesitate to contact me directly.

Very truly yours,


Andrew M. Schwartz, Esquire

enclosure

AMS/nt

strashine@capecore.state.fl

RA Chg.
8/1
GB

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95 JUL 24 PM 12:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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*****35.00 *****35.00

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: BEST WINGS OF CAPE CORAL, INC.

1b. Date of Incorporation JUNE 12, 1995 Document number 1945000043625

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

Corporation Service Company
1201 Hays St., Tallahassee, FL 32301-2530

3. The name and address of the new registered agent and office:

(P.O. Box Not Acceptable)

ANDREW SCHWARTZ / 1701 WEST HILLSBORO BLVD
SUITE # 308 Deerfield Beach, FL 33442

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
SIGNATURE 7/11/95
DATE

ANDREW SCHWARTZ AS

Typed or printed name and title
AUTHORIZED AGENT

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE [Signature]

(Registered Agent)

DATE 7/11/95

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