

REFERENCE : 61-1382
AUTHORIZATION : 445

80381A

COST LIMIT : 9 PPD

ORDER DATE: June 7, 1995

ORDER TIME : 10:26 AM

ORDER NO. : 611382

CUSTOMER NO:

80381A

CUSTOMER: Robert A. Winesett, Esq AVERY WHIGHAM & WINESETT, P.A.

2248 First Street

Fort Myers, FL 33901

00: 001507170 -06/07/95--01032--002 \*\*\*\*122.50 \*\*\*\*122.50

## **EFFECTIVE DATE**

JUN - 1 1995

#### DOMESTIC FILING

NAME: PROSPERPUS GENERATIONS, INC.

XXXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrena Randolph

EXAMINER'S INITIALS:

FILED

95 JUN -7 M 8: 01

SECRETARY OF STATE
FALLAHASSEE FLORINA

# Avery, Whigham & Winesett, P.A.

Attorneys at Law

Richard W. Wincortt Sharry Wincortt Duight A. Whighem Dunds L. Avery Robert A. Wincortt Junes M. Costello Corner of First and Hendry Streets 2248 First Street Fort Myers, Florida 33901 Post Office Box 610 Fort Myers FL 33902-0610 FAX (941)334-6258 Phone (941)334-7040

June 6, 1995

Via: UPS

Dept. of State
Division of Corporations
Attention: Foreign and Nonprofit Section
409 E. Gaines Street
Tallahassee, FL 32301

Re: Prosperous Generations, Inc.

Please find enclosed the original executed Articles of Incorporation for the above-referenced for-profit corporation for filing along with the Certificate Designating the Registered Agent and Place of Business for Service of Process.

Also enclosed is our check in the amount of \$122.50 for the various filing fees and a certified copy.

It would be appreciated if you would return the certified copy of the Articles of Incorporation directly to me at the above address.

Thank you for your assistance in this matter.

Sincerely yours,

Robert A. Winesett

RAW: cm Enc.

P.S. Please return my filing for **PROSPERITY CORPORATION**. The name was inadvertently used when it was not available.

# ARTICLES OF INCORPORATION

95 JUN -7 M 8:0;

PROSPEROUS GENERATIONS, INC. SECRETARY OF STATE

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

EFFECTIVE DATE

ARTICLE I (Name and Mailing Address)

JUN - 1 1995

The name of the corporation is PROSPEROUS GENERATIONS, INC., and its mailing address is 15600-36 San Carlos Boulevard, Fort. Myers, FL 33908.

#### ARTICLE II (Duration)

The duration of this corporation is perpetual and its existence shall commence on the date of execution and acknowledgment of these Articles.

### ARTICLE III (Purpose)

The general purposes for which this corporation is organized are engage in the business of owning and operating restaurants; to engage in the food preparation business; to engage in such other activities as are incidental to or connected with the operation of such business; and to transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

#### ARTICLE IV (Capital Stock)

This corporation is authorized to issue 10,000 shares of common stock with a par value of \$1.00 per share.

#### ARTICLE V (Initial Registered Office and Registered Agent)

The street address of the initial registered office of this corporation is 2248 First Street, Fort Myers, Florida 33901, and the name of the initial registered agent of this corporation at that address is ROBERT A. WINESETT.

#### ARTICLE VI (Preceptive Rights)

Every Shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE VII (Initial Board of Directors)

This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time to time by a majority of the shareholders present in person or by proxy at any annual or special meeting of the shareholders but shall never be less than one director nor more than seven directors. The names and addresses of the initial directors of this corporation are:

ROBERT Q. TRAN 1603 North Fountain Road Fort Myers, FL 33919 HUGO CERVANTES 3701 Winkler Avenue Extension Apartment 912 Fort Myers, FL 33916

#### ARTICLE VIII (Incorporators)

The name and address of the person signing these Articles is ROBERT A. WINESETT, Post Office Drawer 610, Fort Myers, Florida 33902.

## ARTICLE IX (Bylaws)

The Bylaws of the corporation shall be adopted, altered, amended or repealed and new Bylaws may be adopted, by either the Board of Directors or the Shareholders, but the Board of Directors may not amend or repeal any Bylaw adopted by the Shareholders if the Shareholders specifically provide that the Bylaw is not subject to amendment or repeal by the Directors.

# ARTICLE X (Amendment)

This corporation reserves the right, subject to the approval of persons voting not less than a two-thirds majority of the outstanding fully paid and non-assess, le shares of the capital stock of the corporation, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 197 day of June, 1995.

ROBERT A. WINESETT, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this day of June, 1995, by ROBERT A. WINESETT, who is personally known [] to me or who has produced [] \_\_\_\_\_\_ as identification.

NOTARY PUBLIC:

CATHERINE 9. !/CQUADE
MY COMMISSION // CC235904 EAP.RE9
JENUARY 2, 1969
BOICLD TIRU TROY FAIN DISCREASE, INC.

print Carleines S. McOUADE

Print Carleine S. McOUADE

Print State of Plants of Large (Seal)

State of Florida at Large (Seal)
My Commission Expires:

## ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named as initial registered agent of PROSPEROUS GENERATIONS, INC., is familiar with Sections 607.0501, 607.0502; 607.0505 and 607.1508, Florida Statutes, and accepts the obligations thereunder.

EXECUTED this / day of June,

ROBERT A. WINESETT