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RECEIVED
JUNE 2 1995
TALLAHASSEE, FL 32314

1735 Tanglowood Drive
Kissimmee, FL 34746
June 2, 1995

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

100001506451
-06/06/95--01058--017
*****70.00 *****70.00

Enclosed are the Articles of Incorporation and the \$70.00 fee
for forming a corporation in the State of Florida.

Yours truly,

Evelyn J. Andrews

Evelyn J. Andrews
Secretary-Treasurer
BIG GUY'S III, INC.

6/12/95
JD

ARTICLES OF INCORPORATION
OF
BIG GUY'S III, INC.

We, 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 State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this Corporation shall be:

BIG GUY'S III, INC.

ARTICLE II

The purposes for which this Corporation is organized shall include the transaction of any or all lawful business for which Corporations may be incorporated under Chapter 607, Florida Statutes. The corporation is also organized to engage in any business activities and for any and all other purposes permitted under the laws of the United States, The State of Florida and any other State in which the corporation is or shall be authorized to conduct business.

In this country or in any foreign country to the extent that said purposes are not forbidden by the laws thereof subject to specific written limitations or restrictions imposed by law or otherwise by these Articles of Incorporation and solely in furtherance of but not in addition to the purposes herein above set forth to have and exercise all of the powers as are or may from time to time be inferred by statute or otherwise.

To execute, perform, carry out or do any or all of the things in the accomplishment of the purposes herein above set forth as principal agent, contractor, trustee, attorney-in-fact or otherwise either alone or in the company of other corporations or individuals.

It is understood that the foregoing enumeration of the powers of the corporation shall not be deemed to exclude by inference the exercise of any powers that might have been implied if no such mention thereof has been made.

ARTICLE III

The authorized Capital Stock of this Corporation shall consist of one-thousand shares with a par value of one cent (\$.01) per share.

ARTICLE IV

The amount of capital with which this Corporation shall begin business shall be in excess of \$500.00

ARTICLE V

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI

The name of the initial registered agent is George W. Andrews who is a resident of Florida and whose business address is the same as the registered office of the Corporation. The street address of the initial registered agent is 1735 Tanglewood Drive, Kissimmee, FL 34746.

I hereby accept designation as registered agent:

_____

ARTICLE VII

The initial Board of Directors shall consist of two persons, whose names are George W. Andrews and Evelyn J. Andrews and whose address is 1735 Tanglewood Drive, Kissimmee, FL 34746. Each member of the Board of Directors is allocated 50% of the stock of the Corporation.

ARTICLE VIII

Special Provisions:

(a) The Board of Directors, in addition to choosing the President, Secretary and Treasurer of the Corporation, may choose such other officers as the Board shall deem advisable, and such officers shall serve for such terms and have such duties as may be determined by the Board of Directors.

(b) The stockholders may, in their discretion, choose a chairman of the Board of Directors at the annual meeting of the Stockholders of the Corporation, or if the annual meeting of the stockholders is not held, at any meeting of stockholders thereafter called pursuant to the By-Laws of the Corporation.

(c) The meetings of Shareholders Board of Directors or any other meeting regular or special may be held either within or without the State of Florida or within or without the United States.

(d) The initial by-laws of the corporation shall be adopted by its Board of Directors. The power to alter, amend or repeal the by-laws or adopt a new code of by-laws shall be reserved to the shareholders, the affirmative vote of not less than fifty-one percent (51%) of the total number of shares issued and outstanding being necessary to exercise such reserved powers. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the Act of these Articles of Incorporation.

(e) The Corporation reserves the right from time to time to amend, alter or repeal or to add any provision to these Articles of Incorporation in any manner prescribed by these Articles of Incorporation and the Business Corporation Act.

(f) The names of the Incorporators are George W. Andrews and Evelyn J. Andrews whose address is 1735 Tanglewood Drive, Kissimmee, FL 34746.

Signature of Incorporators:

George W. Andrews
Evelyn J. Andrews

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 2nd day of June 1995 by George W. Andrews, President and Evelyn J. Andrews, Secretary-Treasurer of Big Guy's III, Inc. on behalf of the Corporation.

Doris Adelaide Click
Notary Public

