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ORDER DATE : August 23, 1995

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ORDER NO. : 667469

CUSTOMER NO: 11056A

CUSTOMER: Thomas F. Rizzo, Esq
THOMAS F. RIZZO, ESQ

Suite J-2
1340 Periwinkle Way
Sanibel Island, FL 33657

DOMESTIC FILING

NAME: CAPTIVA SUNSHINE CAFE, 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

CONTACT PERSON: Denny G. Smith

EXAMINER'S INITIALS:

FILED
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T. BROWN AUG 23 1995

ARTICLES OF INCORPORATION
OF
CAPTIVA SUNSHINE CAFE, INC.

35 1022 11 3 09
STATE OF 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: CAPTIVA SUNSHINE CAFE, INC. The address of the principal office of this corporation shall be P.O. Box 203, Sanibel Island, Florida 33957, 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, county, 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 One Thousand (1,000) shares of stock with a par value of One Dollar (\$1.00).

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 14900 Captiva Road, Captiva Island, Florida

33924, and the name of the initial registered agent of the corporation at that address is Bruce Brust.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VIII. 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 (1) Director, initially. The name and street address of the initial member of the Board of Directors is:

Bruce Brust
14900 Captiva Road
Captiva Island, FL 33924

ARTICLE IX. OFFICERS

The names 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:

Bruce Brust
14900 Captiva Road
Captiva Island, FL 33924

President, Vice President,
Secretary, Treasurer

ARTICLE X. INCORPORATOR

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

Bruce Brust
14900 Captiva Road
Captiva Island, FL 33924


IN WITNESS WHEREOF, the undersigned incorporator of CAPTIVA SUNSHINE CAFE, INC., has hereunto set his hand and seal this 22nd day of August, 1995.



BRUCE BRUST

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

BRUCE BRUST, 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.



BRUCE BRUST