

P95000069450



Great Scott's of Pasadena, Inc.

August 23, 1995

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

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****122.50 ****122.50

ARTICLES OF INCORPORATION

Dear Sirs:

Please find enclosed two (2) copies of the Articles of Incorporation for Great Scott's of Pasadena, Inc. and the filing fee of One Hundred Twenty Two Dollars and 50/100 (\$122.50).

Please record this filing and return one (1) filed copy to the above address.

Sincerely,

David Lawdermill
President

SN SEP 11 1995

FILED
SEP -5 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of
Great Scott's of Pasadena, Inc.

FILED
90 SEP -5 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

Article I

Name of Corporation

The name of the corporation shall be Great Scott's of Pasadena, Inc.

Article II

Nature of Business

The general nature of the business to be transacted by this corporation will be the operation of a sandwich shop and luncheon restaurant, and any other activities or business permitted under the laws of the United States of America and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or expedition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage or otherwise acquire or dispose of the shares of the capital stock of, or any bonds securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or

government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

Article III

Capital Stock

The maximum number of share of stock that the corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of One (\$1.00) Dollar par value stock.

Article IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

Article V

Term of Existence

This corporation is to exist perpetually or until such time as the shareholders agree to dispose of all assets and satisfy all debts and then dissolve this corporation pursuant to the laws of the State of Florida.

Article VI

Principle Place of Business

The initial street address in this state of the principle office of this corporation is 1320 Pasadena Avenue South, #504, in the City of South Pasadena, in the County of Pinellas, in the State of Florida, 33707. The initial mailing address of this corporation shall be the same. The directors may, from time to time, move the principle office to any other address in Florida or any other state.

Article VII

Directors

This corporation shall have not less than two (2) directors initially. The number may be increased or diminished from time to time, by bylaws adopted by the stockholders, but the number shall never be less than one (1).

Article VIII

Initial Director

The name(s) and street address(es) of the member(s) of the first Board of Directors are:

David Lawdermilk	16446 Redington Dr., Redington Beach, FL 33708
Sheryl Lawdermilk	16446 Redington Dr., Redington Beach, FL 33708

Article IX

Subscribers

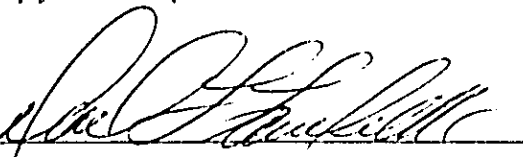
The name(s) and street address(es) of the subscriber(s) of these Articles of Incorporation, the initial number of shares of stock which they agree to take and the value of the consideration therefore are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Value</u>
David Lawdermilk	16446 Redington Dr., Redington Beach, Florida 33308	500	\$500.00
Sheryl Lawdermilk	16446 Redington Dr., Redington Beach, Florida 33308	500	\$500.00

Article X
Registered Agent

The initial designation of the registered office of the corporation shall be 1320 Pasadena Avenue South, #504, South Pasadena, FL 33707 and the registered agent shall be David Lawdermilk.

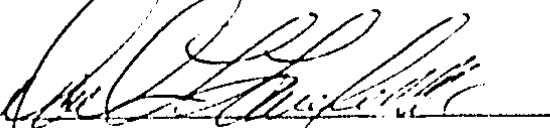
Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

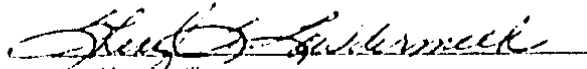
By 
David Lawdermilk
Registered Agent

Article XI
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by majority of stock entitled to vote thereon, unless all the directors all the directors and all the stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I / we, the undersigned incorporator(s) above named, have hereunto set our hands and seals the 23 day of August 19 95.


David Lawdermilk


Sheryl Lawdermilk

STATE OF FLORIDA }
 } SS
COUNTY OF PINELLAS }

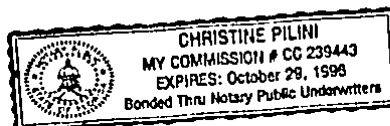
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared David Lawdermilk Sheryl Lawdermilk

to be known to be the person(s) described as subscribers in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and seal in the County and State names above, this 23 day of August, 19 95.


Notary Public

My Commission Expires:



Great Scott's of Pasadena, Inc.

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Page 5
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000069450



Great Scott's

of Pasadena, Inc.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 SEP 19 AM 11:15

September 13, 1995

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

Dear Sirs:

CM

When we filed our Articles of Incorporation recently, we inadvertently recorded the incorrect mailing address and principle place of business in Article VI (page 3). Please correct and update our files with the following address.

Great Scott's of Pasadena, Inc.
6884 Gulfport Avenue South
South Pasadena, Florida 33707

P95000069450

I sincerely appreciate your attention in this matter.

David Lawdermilk
President

6884 Gulfport Boulevard South, South Pasadena, Florida 33707 (813) 345-0474