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NEW FILINGS	AMENDMENTS	<u> </u>	ene for
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NonProfit	Resignation of R.A., Officer/Director		are UD
Limited Liability	Change of Registered Age		
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OTHER FILINGS	REGISTRATION/ QUALIFICATION		1.2
Annual Report	Foreign		2502
Fictitious N -me	Limited Partnership		~
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ARTICLES OF INCORPORATION OF CHARLOTTE RESTAURANT PROPERTIES, INC.

ARTICLE 1. NAME AND ADDRESS

The name of this corporation is CHARLOTTE RESTAURANT PROPERTIES, INC., a Florida corporation, and the principal office is located at 2866 Tamianil Trail, Port Charlotte, Florida 33952.

ARTICLE 2, - DURATION OF CORPORATION LXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$5.00 per share. There shall be no other type or class of stock.

ARTICLE 5, - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be c/o 537 East Park Avenue, Tallahassee, Florida 32301. The name of the initial registered agent at such address is Carl A. Bertoch.

ARTICLE 6, - DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than two nor more than five.

ARTICLE 7. - INITIAL DIRECTORS

The names and post office addresses of the initial directors are:

Judith D. MacWilliams	2866 Tamlami Trail Port Charlotte, Florida 33952
Kathryn L. Green	2866 Tamiami Trail Port Charlotte, Florida 33952

ARTICLE 8. INCORPORATOR

The name and post office address of the incorporator of this corporation is:

Carl A. Berloch

537 Fast Park Avenue Tallahassee, Florida 32301

ARTICLE 9. AMENDMENT

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

IN WITNESS WHERFOF, the undersigned has been unto subscribed his name and affixed his seal this ____ day of January, 1996.

Witnessee

Carl A. Bertoch

STATE OF FLORIDA COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, CARL A. BERTOCH, who is personally known to me.

IN WITNESS WHEREOF, I have beregnto set my band and affixed my official seal at Tallahassee, Will LEOHN, and State, this day of January, 1996.



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Notary Public My commission expires:

CLRTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE FOR THE SERVICE OF PROCESS

In compliance with Section 48,091, Florida Statutes, the following is submitted:

CLIARLOTTE RESTAURANT PROPERTIES, INC., a Florida corporation, desiring to organize under the laws of the State of Lorida with its principal office, as indicated in the articles of incorporation at Port Charlotte, County of Charlotte, State of Florida, has designated CARL A. BERTOCH, whose street address is 537 Fast Park Avenue, Tallahassee, Florida 32301, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

Registered Agent

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