

P 96000030390

SCHUBBS & GARNICHAM, P.A.

ONE S.E. FIRST AVENUE, 3RD FL.
PO BOX 23104, GAINESVILLE, FLORIDA

TEL (352) 375-0880
TELEPHONE (352) 370-5242

BONNIE L. SCHUBBS
1949-1982
PARRIS M. GARNICHAEL
1909-1984
WILLIAM D. FURBESCH
1933-1980
MICHELLE VAUGHNS
1946-1982

WILLIAM C. ANDREWS
JOHN F. HOSKOW III
STAN CUSHMAN
PHILIP A. DELANEY
MITZI COCKWELL AUSTIN
MADLYN W. PETERSON
JOHN D. STINSON
STEVEN M. CHAMBERLAIN, LL.M.
KEVIN DALY
RAYMOND M. IVEY
MARY DAY COREN
JEFFREY R. DOLLINGER

WEST GAINESVILLE
LAND TITLE PLAZA
2032 N.W. 43RD STREET
SUITE 102
GAINESVILLE, FLORIDA 32608
FAX (352) 370-9320
TELEPHONE (352) 370-5242

RECEIVED
RAY D. HELPLING
WILLIAM N. LONG

REPLY
TOWNTOWN

REPLY
WEST GAINESVILLE

April 5, 1996

Attorneys' Title Insurance Fund, Inc.
Attn: Order Department
660 East Jefferson Street, Suite 200
Tallahassee, FL 32301

Return to
P.U.

To Whom It May Concern:

Please file the enclosed original Articles of Incorporation of Saturday's Sandwiches and Salads, Inc. with the Secretary of State.

Enclosed are two checks, one to the Secretary of State for the filing fee with a cover letter and the other to The Fund for your service fee.

Sincerely,

William C. Andrews
William C. Andrews

WCA:ct

Enclosures

96 APR - 8 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 APR - 8 PM 1:34

000000
-04/08/96-01075-017
*****70.00 *****70.00

WCA
4/8/96

LAW OFFICES
SCRUGGS & GARMICHAEL, P.A.

ONE S.E. FIRST AVENUE 38601
POST OFFICE BOX 83109 38602
GAINESVILLE, FLORIDA
FAX (352) 378-0890
TELEPHONE (352) 378-8242

WILLIAM C. ANDREWS
JOHN F. ROSCOW III
STAN CUBHMAN
PHILIP A. DILANEY
MITZI COCHRILL AUSTIN
MARILYN W. PETERSON
JOHN G. STINSON
STEVEN M. CHAMBERLAIN, LL.M.
KEVIN DALY
RAYMOND M. IVEY
MARY DAY COHEN
JEFFREY R. DOLLINGER

WEST GAINESVILLE:
LAND TITLE PLAZA
2638 N.W. 43RD STREET
SUITE A-108
GAINESVILLE, FLORIDA 32606
FAX (352) 370-9320
TELEPHONE (352) 378-8242

REPLY
DOWNTOWN

REPLY
WEST GAINESVILLE

April 5, 1996

FILED
96 APR -8 PM 2:12

SECRET
TALLAHASSEE, FLORIDA

WILLIAM C. SCRUGGS
1890-1893
PARKS M. GARMICHAEL
1909-1984
WILLIAM D. HINDSON
1933-1980
MICHELLE VAUGHN
1946-1988

RETIRED
RAY D. HELPLING
WILLIAM N. LONG

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

Gentlemen:

Enclosed are the original Articles of Incorporation of Saturday's Sandwiches and Salads, Inc., together with a check in the amount of \$70.00 for the following fees:

Filing fee	\$35.00
Registered Agent Designation	<u>35.00</u>
TOTAL	\$70.00

Sincerely,

William C. Andrews
William C. Andrews

WCA:ct

Enclosures

Articles of Incorporation
of
Saturday's Sandwiches and Salads, Inc.

FILED
96 APR -8 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is Saturday's Sandwiches and Salads, Inc.

ARTICLE II - NATURE OF BUSINESS

The purpose of this corporation is to operate a general business.

ARTICLE III - CAPITAL SHARE

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is Ten Thousand (10,000) at Ten Dollars (\$10.00) per share. Each share of stock shall be entitled to one vote.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the corporation shall be at 1997 N.W. 43rd Street, Gainesville, FL 32605 and the initial registered agent at such address shall be Michael D. Croslyn.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of the corporation is to be at 1997 N.W. 43rd Street, Gainesville, Alachua County, Florida 32605. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - DIRECTORS

Directors shall be elected by the shareholders of the corporation in the manner and for the term provided in the bylaws of the corporation. The corporation shall have two Directors initially. The number of directors may be increased or decreased as provided in the bylaws.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the initial directors, who shall hold office until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Address</u>
Michael J. Kennedy	5350 N.W. 35th Drive Gainesville, FL 32653
Michael D. Croslyn	3826 S.W. 30th Terrace Gainesville, FL 32608

ARTICLE IX - SUBSCRIBERS

The names and residence addresses of the subscribers of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefor are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
Michael J. Kennedy	5350 N.W. 35th Dr. Gainesville, FL 32653	500	\$5,000.00
Michael D. Croulyn	3826 S.W. 30th Terr. Gainesville, FL 32608	500	\$5,000.00

The subscribers certify that the value of the consideration for the stock subscribed for will not be less than the par value of such stock.

ARTICLE X - CONDUCT OF BUSINESS

In furtherance and not in limitation of the powers conferred by statutes, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation.

(a) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the board of directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the Articles of Incorporation or amendment thereto, or by the Bylaws as constituted from time to time, expressly conferred upon or reserved to the stockholders.

(b) Authorized shares of par value stock may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of such par value stock to be issued.

(c) The initial Bylaws may be adopted by the subscribers hereto. Such Bylaws may be amended, altered or repealed only by the stockholders of the corporation by an affirmative vote of the


holders of a majority of the common stock present and entitled to vote. No such Bylaw shall be in conflict with these Articles of Incorporation or with any outstanding prior agreements of the stockholders which appear of record in the minute book or other records of the corporation.

(d) The corporation shall have such officers as may from time to time be provided in the Bylaws and such officers shall be designated in such manner and shall hold their offices for such time and shall have such powers and duties as may be prescribed by the Bylaws, or as may be determined from time to time by the Board of Directors subject to the Bylaws.

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 a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 5 day of April, 1996.



Michael J. Kennedy (SEAL)



Michael D. Crosly (SEAL)

STATE OF FLORIDA
COUNTY OF ALACHUA

FILED
96 APR -8 PM 2:42
TALLAHASSEE

The foregoing instrument was acknowledged before me this 5th day of April, 1996, by Michael J. Kennedy () who is personally known to me or (X) who has produced FDL K530-550-67-46840 as identification and who did/did not take an oath.

Carol L. Tedder
(print name) Carol L. Tedder
Notary Public
State of Florida
My commission expires:



Carol L. Tedder
MY COMMISSION # CC508470 EXPIRES
March 1, 2000
BONDED THRU TROY FARM INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 5th day of April, 1996, by Michael D. Croslyn, () who is personally known to me or (X) who has produced FDL C624-544-72-226-0 as identification and who did/did not take an oath.

Carol L. Tedder
(print name) Carol L. Tedder
Notary Public
State of Florida
My commission expires:



Carol L. Tedder
MY COMMISSION # CC508470 EXPIRES
March 1, 2000
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the designation as the registered agent of
Saturday's Sandwiches and Salads, Inc.

Michael D. Croslyn
Michael D. Croslyn