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501 Hwy 08 II, Sulle G PO BOX 5017 DESTIN, FL 02540 (904) 837-7021 FAX (904) 837-8121 Also Admilled in Ainbrinn

April 16, 1996

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

7'(000000017'5941007' -04/17/96--01059--004 ****122.50 ****122.50

RE: Olney Restaurant Supply, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$122.50.

Please return a certified copy to the undersigned.

Yours very truly

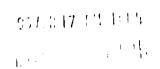
Bruce A. Haught

BAH/knq Enclosures

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ARTICLES OF INCORPORATION OF OLNEY RESTAURANT SUPPLY, INC.



ARTICLE I - NAME

The name of this corporation is Olney Restaurant Supply, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and the mailing address of this corporation shall be:

734 Legion Dr., #100 Destin, FL 32541

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - AUTHORIZATION OF RESTRICTIONS ON TRANSFER OF SHARES

All of the issued and outstanding shares of the corporation shall be made subject to restrictions on their transferability by agreement between the holders of such shares and the corporation. A copy of such agreement shall be kept on

file with the secretary of the corporation, and shall be subject to inspection by shareholders of record and bona fide creditors of the corporation at reasonable times during business hours.

ARTICLE VII - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is Bruce A. Haught, 501 Highway 98 East, Suite G, Destin, FL 32541.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The board of directors of this corporation shall have no fewer that one (1) director nor more than five (5) directors. The initial board of directors shall consist of one (1) director:

Director/President Stephen C. Olney

734 Legion Dr., #100 Destin, FL 32541

Secretary, Treasurer

Marie N. Olney 734 Legion Dr., #100 Destin, FL 32541

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

Bruce A. Haught 501 Highway 98, Suite G Destin, FL 32541

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XII - ACTION WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this the day of April, 1996.

Bruce A. Haught Incorporator

STATE OF FLORIDA

COUNTY OF OKALOOSA

Output

Country of OKALOOSA

Day of April, 1996.

Country of OKALOOSA

The foregoing instrument was acknowledged before me this _/6 day of April, 1996, by Bruce A. Haught, who personally appeared before me and is personally known to me or who produced ______ as proof of identification and who did take an oath.

CTARY PUBLIC

JEANNE ANNETTE McCRORY
Notary Public, State of Florida
My comm. expires Sept. 13, 1967
Comm. No. CC 318142

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 and 617.0501. Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is Olney Restaurant Supply, Inc.
- 2. The name and address of the registered agent and office is Bruce A. Haught, 501 Highway 98 East, Suite G, Destin, FL 32541.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

Dated this // day of April, 1996.

Bruce A. Haught

Registered Agent

OLNEY RESTAURANT SUPPLY, INC.

P.O. BOX 1358 • B22 DENTON BLVD • SUITE 4 FT WALTON BEACH, FL 32549

FAX (904) 314-0809

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<u>4)</u> 314-0808 1-13-97

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

RE: Address Correction

To Whom It May Concern:

I am in receipt of th 1997 Annual Report which was sent by your office Document # P96000034398 (3). Please note that we have an address change. Our correct address is as follows:

Principal Place:

922 Denton Blvd., Suite 4 Ft. Walton Beach, FL 32547

Mailing:

P.O. Box 1359

Ft. Walton Beach, FL 32549

Phone #:

(904) 314-0808

Fax #:

(904) 314-0809

Please do not hesitate to call me if you have any questions.

Thank you for your attention to this matter.

Sincerely,

Marie N. Olney

Secretary/Treasurer