



**ALB0001060480**

**BOONE, BOONE & BOONE, P.A.**

P.O. BOX 1806

VENICE, FLORIDA 34284

ESTABLISHED 1988

STREET ADDRESS:

1001 AVENIDA DEL CINCO 34288

TELEPHONE (941) 488-0715

FAX (941) 488-7079

E. G. (DAN) BOONE  
JEFFERY A. BOONE  
STEPHEN K. BOONE  
CHARLES D. HINES  
JOHN B. KODA

July 17, 1996

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

500001890333  
-07/19/96--01075--012  
\*\*\*245.00 \*\*\*122.50

Re: COUNTRY CUPBOARD COOKIN', INC.

Dear Sir:

We enclose original and one copy of Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of \$122.50 to cover the cost of this filing.

|                              |              |
|------------------------------|--------------|
| Filing Fee                   | \$ 35.00     |
| Registered Agent Designation | 35.00        |
| Certified Copy of Articles   | <u>52.50</u> |
| Total Filing Fee             | \$122.50     |

The corporation's beginning date is July 18, 1996.

Please return a certified copy of the Articles of Incorporation to our office at the post office box listed above.

Thank you for your attention to this matter.

Very truly yours,

*Stephen K. Boone*

Stephen K. Boone

mks  
enclosures

FILED  
55 JUL 18 AM 9:55  
TALLAHASSEE, FLORIDA

7-19-96  
TB

ARTICLES OF INCORPORATION  
OF  
COUNTRY CUPBOARD COOKIN', INC.

ARTICLE I.  
CORPORATE NAME

The name of this corporation is:  
COUNTRY CUPBOARD COOKIN', INC.

ARTICLE II.  
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III.  
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be in money, property or services. The board of directors shall determine the reasonable value of all consideration, other than money, paid for such shares and their determination, made in good faith, shall be final and conclusive as to such value.

ARTICLE IV.  
BEGINNING DATE AND TERM OF EXISTENCE

The beginning date of this corporation shall be July 18, 1996, and it shall exist perpetually.

FILED  
JUL 18 AM 9:55  
TALLAHASSEE, FLORIDA

ARTICLE V.  
ADDRESS

The initial mailing address of the principal office of this corporation is: 661 South Tamiami Trail, Venice, 34285. The directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI.  
DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by Bylaws adopted by the Board of Directors.

ARTICLE VII.  
INITIAL DIRECTORS AND OFFICERS

The names and post office address of the members of the first Board of Directors and first Officers are:

| <u>Name</u> | <u>Address</u>                              | <u>Office</u>                                   |
|-------------|---|---|
| Rick Hayes  | 661 South Tamiami Trail<br>Venice, FL 34285 | Director<br>President<br>Secretary<br>Treasurer |

ARTICLE VIII.  
SUBSCRIBERS

The names and addresses of all the subscribers to the stock of this corporation, together with the number of shares of stock each agrees to take, are:

| <u>Name</u> | <u>Address</u>                              | <u># of Shares</u> |
|-------------|---|--------------------|
| Rick Hayes  | 661 South Tamiami Trail<br>Venice, FL 34285 | 100                |

ARTICLE IX.  
REGISTERED AGENT

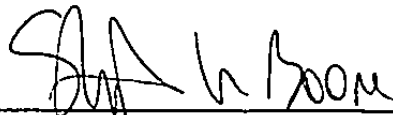
The initial registered agent and the address of his office is Stephen K. Boone, Esq., 1001 Avenida del Circo, Venice, FL 34285.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 17 day of July, 1996.

  
Rick Hayes, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, who has been designated registered agent and to accept service of process for the above corporation, affirms that Stephen K. Boone, Esq., is Registered Agent, and the address for the registered office of the corporation is 1001 Avenida del Circo, Venice, FL 34285. 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Stephen K. Boone, Registered Agent

STATE OF FLORIDA     )  
COUNTY OF SARASOTA )

I HEREBY CERTIFY that the foregoing Articles of  
Incorporation were acknowledged before me this \_\_\_\_\_ day of  
July, 1996, by Rick Hayes, the Incorporator, who is personally  
known to me or who produced \_\_\_\_\_ as  
identification.

NOTARY PUBLIC

Sign \_\_\_\_\_  
Print \_\_\_\_\_

(SEAL)

My Commission Expires:

1:1hayes1