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MCLEOD & CANAN, P.A.
ATTORNEYS AT LAW

ROBERT L. (MAC) MCLEOD II
PATRICK L. CANAN

POST OFFICE BOX 2170
ST. AUGUSTINE, FLORIDA 32089-2170
TEL: (904) 824-9402
FAX: (904) 824-0200

PALATKA OFFICE:
421 ST. JOHNS AVENUE
SUITE 3
PALATKA, FLORIDA 32177
TEL: (904) 325-1008
FAX: (904) 325-0010

June 28, 1996

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****122.50 ****122.50

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

Re: John Ls Club Remy

To whom it may concern:

Enclosed for filing please find the *Articles of Incorporation*, along with *Certificate of Designation of Registered Agent/Registered Office* for John Ls Club Remy. Also enclosed please find a copy of the letter received from your office reserving the name. Please follow through accordingly.

I have included for return a self-addressed and stamped envelope for a copy of the recorded instruments.

If you should need any additional information, please contact me at (904) 824-9402. Thank you for your assistance in this matter.

Sincerely,



Diane Lehmann, Secretary to
Robert L. McLeod, II

Enclosures as stated

/dle

789-615-505-671
W96-14283

nc 7-26-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 9, 1996

DIANE LEHMANN
MCLEOD & CANAN, P.A.
P.O. BOX 2170
ST. AUGUSTINE, FL 32085-2170

SUBJECT: JOHN LS CLUB REMY
Ref. Number: W96000014283

We have received your document for JOHN LS CLUB REMY and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Neysa Culligan
Document Specialist

Letter Number: 496A00033301



received
5/9

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 7, 1996

ROBERT L. MCLEOD, II
MCLEOD & CANAN, P.A.
P O BOX 2170
ST. AUGUSTINE, FL 32085-2170

The name JOHN L'S CLUB REMY, INC. has been reserved for 120 days beginning May 7, 1996. The reservation number is R96000002335 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Marie Bartlett

Letter number: 796A00022088

ARTICLES OF INCORPORATION
of
JOHN Ls CLUB REMY, INC.

FILED
95 JUL 23 PM 12:38
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

The undersigned hereby executes these Articles of Incorporation for the purpose of becoming incorporated under the Business Corporation Act as set forth in Chapter 607 of the Florida Statutes, and certifies as follows:

ARTICLE I.

NAME OF SERVICE CORPORATION: The name of this business corporation shall be
JOHN Ls CLUB REMY, INC.

ARTICLE II.

PRINCIPAL OFFICE: The principal place of business and mailing address of this business corporation shall be as follows:

2120 Reid Street
Palatka, Florida 32177

ARTICLE III.

SHARES: The number of shares of stock that this service corporation is authorized to have outstanding at any one time is One Hundred (100) shares.

ARTICLE IV.

SHAREHOLDER: The shareholders shall be as follows:

JOHN L. WILLIAMS
SHARON LORRAINE WILLIAMS

ARTICLE V.

INITIAL REGISTERED AGENT AND STREET ADDRESS: The name and address of the initial registered agent is as follows:

ROBERT L. McLEOD, II
P. O. Box 2170
43 Cincinnati Ave.
St. Augustine, Florida 32085-2170

ARTICLE VI.

INCORPORATOR: The name and street address of the incorporator to these Articles of Incorporation for a Business Corporation is as follows:

JOHN L. WILLIAMS
2120 Reid St.
Palatka, Florida 32177

SHARON LORRAINE WILLIAMS
2120 Reid St.
Palatka, Florida 32177

ARTICLE VII.

INITIAL OFFICERS OF CORPORATION:

President:

JOHN L. WILLIAMS

Vice President/Secretary/Treasurer:

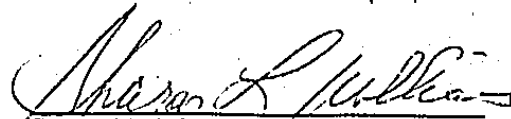
SHARON LORRAINE WILLIAMS

ARTICLE VIII.

PURPOSE OF CORPORATION: The general purpose of this business corporation is to provide retail food and beverage services to the public and all other matters relating to the retail food and beverage business and as authorized by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation for a Professional Service Corporation on this 21st day of ^{June} May, 1996.


JOHN L. WILLIAMS


SHARON LORRAINE WILLIAMS
8254-792-66-747-0

STATE OF FLORIDA
COUNTY OF PUTNAM

BEFORE ME, a Notary Public in and for the above County and State authorized to take acknowledgments, personally appeared JOHN L. WILLIAMS and SHARON LORRAINE WILLIAMS, to me well known to be the individuals described in and who executed the foregoing Articles of Incorporation, while under oath, and acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last above written on this 21st day of June, 1996.

Charles N. Nelson
NOTARY PUBLIC
My Commission Expires:
Deputy Clerk

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED PROFESSIONAL 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 professional corporation is:

JOHN Ls CLUB REMY, INC.

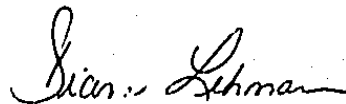
2. The name and address of the registered agent and office is:

ROBERT L. McLEOD, II
P. O. Box 2170
43 Cincinnati Ave.
St. Augustine, Florida 32085-2170

Having been named as registered agent and to accept service of process for the above stated professional corporation at the place designated in this certificate, 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 will accept the obligations of my position as registered agent.


ROBERT L. McLEOD, II

SWORN TO BEFORE ME and subscribed in my presence this 22nd day of July, 1996.


NOTARY PUBLIC
My Commission Expires:

