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JACK LOCKLIN, JR., P.A.

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BOARD CERTIFIED REAL ESTATE ATTORNEY

77 JONES AVENUE
MILTON, FLORIDA 32570

July 23, 1996

TITLE SERVICES
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Florida Department of State
Division of Corporations
P.O. Box 6327
409 E. Gaines Street
Tallahassee, FL 32314

SEARCHED INDEXED
SERIALIZED FILED
JUL 26 1996
TALLAHASSEE, FL
FEE \$122.50

RE: **BAKER'S HOUSE OF STEAKS, INC.**

Dear Sir:

Enclosed is an original and one executed copy of the Articles of Incorporation of **BAKER'S HOUSE OF STEAKS, INC.** and an original and one copy of an executed Certificate Designating the Resident Agent. Check in the amount of \$122.50 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy	52.50
Total	<u>\$122.50</u>

Please file the original and certify and return the copy of the enclosed Articles of Incorporation.

Yours very truly,

JACK LOCKLIN, JR., P.A.

Jack Locklin

Jack Locklin, Jr.

7-27-96
TB

JL:jl
Enclosure

ARTICLES OF INCORPORATION
OF
BAKER'S HOUSE OF STEAKS, INC.

FILED
95 JUL 25 PM 10:04
CLERK OF DISTRICT COURT
MILTON, FLORIDA

ARTICLE I

The name of this corporation is: **BAKER'S HOUSE OF STEAKS, INC.**

ARTICLE II

The term of existence of the corporation is perpetual.

ARTICLE III

The purpose of this corporation is to own and operate a restaurant and any and all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED
OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5494 Baker Road, Milton, Florida 32570, and the name of the initial registered agent of this corporation at that address is **ARNOLD H. BAKER**. The principal office is the same as the registered office.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors, initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Arnold H. Baker	5494 Baker Road Milton, FL 32570
Beverly L. Baker	5494 Baker Road Milton, FL 32570

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is Arnold H. Baker, 5494 Baker Road, Milton, Florida 32570.

ARTICLE IX - BYLAWS

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 16 day of July, 1996.


Arnold H. Baker

STATE OF FLORIDA

COUNTY OF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared **Arnold H. Baker**, to me well known and known to me to be the individual described in or who presented drivers license as identification, and who executed the foregoing Articles of Incorporation of **BAKER'S HOUSE OF STEAKS, INC.** and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 16 day of July, 1996.

M. Jeanette Laws
Notary Public
My commission expires: 3-13-98



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

BAKER'S HOUSE OF STEAKS, INC., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Milton, Santa Rosa County, Florida, has named **Arnold H. Baker**, 5494 Baker Road, Milton, Florida 32570, as agent to accept service of process within the state.

Dated this the 16 day of July, 1996.

BAKER'S HOUSE OF STEAKS, INC.

BY:

Arnold H. Baker
Arnold H. Baker

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.

Arnold H. Baker
Arnold H. Baker

FILED
95 JUL 25 AM 10:01
TALLAHASSEE, FLORIDA