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DAVID SYMINGTON SMITH
COUNSELOR AT LAW
180 AVENUE "K" S.E.
WINTER HAVEN, FLORIDA 33880
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REPLY TO: P.O. BOX 1160
WINTER HAVEN, FLORIDA 33880

FILED
96 AUG -5 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 1, 1996

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

STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
*****70.00 *****70.00

Gentlemen:

Please find enclosed Articles of Incorporation for Melonie's Cafe, Incorporated along with Check #9104 in the amount of \$70 for filing of these incorporation papers.

With best regards, I am

Sincerely,



DAVID SYMINGTON SMITH
Counselor at Law

DSS/nls
Enclosure

PH
8/6/96

ARTICLES OF INCORPORATION
OF
MELONIE'S CAFE, INCORPORATED

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this corporation is Melonie's Cafe, Incorporated.

ARTICLE II DURATION

This corporation shall exist perpetually. Corporate existence shall commence with the filing of these articles with the Secretary of State.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 500 shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V CORPORATE PRINCIPAL OFFICE, MAILING ADDRESS,
DESIGNATION OF REGISTERED AGENT AND AGENT'S ADDRESS

Melonie's Cafe, Incorporated, principal office is located at 209 Main Street, P.O. Box 1431, Dundee, FL 33838, the initial Registered Agent is Melonie H. Smith, and the agent's physical address is 209 Main Street, Dundee, FL 33838 and the agent's mailing address is P.O. Box 1431, Dundee, FL 33838.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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 director of this corporation is:

<u>Mailing Address</u>	<u>Physical Address</u>
Melonie H. Smith	Melonie H. Smith
P.O. Box 1431	209 Main Street
Dundee, FL 33838	Dundee, FL 33838

ARTICLE VII INCORPORATORS

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

Mailing Address
Melonie H. Smith
P.O. Box 1431
Dundee, FL 33838

Physical Address
Melonie H. Smith
209 Main Street
Dundee, FL 33838

ARTICLE VIII MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the share holders of this corporation.

ARTICLE IX INDEMNIFICATION

This corporation shall indemnify an officer or director, or any former officer or director, to the full extent permitted by law.

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 July 20, 1996.

Melonie H. Smith
Melonie H. Smith

STATE OF FLORIDA
COUNTY OF POLK

Before me personally appeared Melonie H. Smith, to me well known and known to be the persons described in and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 20th day of July 1996.

David Syngeton Smith
Notary Public
DAVID SYNGETON SMITH
MY COMMISSION # CC427095 EXPIRES
December 20, 1998
BRIDGED THEN THEY PAID INSURANCE, INC.

FILED

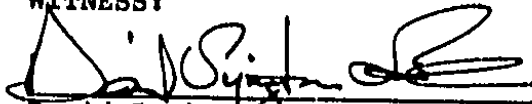
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR
CENTRAL HOME IMPROVEMENT'S AND CONSTRUCTION INC.**

I, Melonie H. Smith, accept appointment as Registered Agent for Melonie's Cafe, Incorporated. I am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

WITNESS:


David Symington Smith


Melonie H. Smith
Registered Agent


Nancy Schaper