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TALLAHASSEE, FL 32301-2607
904-222-9171

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P96000083747

ACCOUNT NO. : 072100000032

REFERENCE : 115726 106271A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 70.00

ORDER DATE : October 10, 1996

ORDER TIME : 9:45 AM

ORDER NO. : 115726

CUSTOMER NO: 106271A

CUSTOMER: H. R. Thornton, Jr., Esq
H. R. THORNTON, JR., ESQ

400001970524

Post Office Box 245

Saint Cloud, FL 34770-0245

DOMESTIC FILING

NAME: TIBERIO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED
96 OCT 10 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 OCT 10 AM 10:54
DIVISION OF CORPORATION

10-10-96
KR

ARTICLES OF INCORPORATION
OF
TIBERIO, INC.

FILED
96 OCT 10 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation is: TIBERIO, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this state; except that it is not to conduct the following businesses; banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, cemetery company, building and loan association, fraternal benefit society, state fair or exposition.

The primary activity of this corporation is to operate one or more restaurants.

ARTICLE III. CAPITAL STOCK

The total authorized capital stock of this corporation shall consist of Five Thousand (5,000) shares of common stock of par value of One (\$1.00) Dollar each, amounting in the aggregate to Five Thousand Five (\$5,000.00) Dollars. The stock shall be voting and shall be entitled to any and all dividend payments whatsoever which may be declared and paid by the Corporation during its existence. The stock shall be fully paid and non-assessable, and the consideration for all such stock shall be payable in cash, property, labor or services, and the valuation of such property, labor or services shall be properly fixed by the stockholders at any meeting thereof.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which the corporation will begin business is \$500.00.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial street address in this state of the principal office of this corporation is 4449 Rummell Road, St. Cloud, Florida, 34769.

ARTICLE VII. CLOSED CORPORATION

The business of this corporation shall be managed by the stockholders of the corporation. Action by the corporation may be taken without a meeting if consent in writing, setting forth the actions so taken, shall be signed by the stockholders of the corporation.

ARTICLE VIII. INITIAL OFFICERS

The names and street addresses of the first President, and Secretary are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Colette T. Carney	520 Park Avenue Winter Park, FL	President
Sal Barile	520 Park Avenue Winter Park, FL	Secretary

ARTICLE IX. SUBSCRIBERS

The names and street address of each person signing these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore are:

<u>Name and Address</u>	<u>Shares</u>	<u>Consideration</u>
H. R. Thornton, Jr., Trustee for Janice T. Carney P. O. Box 700245 St. Cloud, FL 34770-0245	255	\$255.00
Colette A. Carney 520 Park Avenue Winter Park, FL	245	\$245.00

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

H. R. Thornton, Jr., as Trustee for Janice T. Carney, and Colette A. Carney being the Incorporators and original subscribers to the capital stock of TIBERIO, INC. under the general laws of the State of Florida, H. R. Thornton, Jr. as Trustee for Janice T. Carney does hereby agree to take the number of shares of stock hereinabove set forth and in witness thereof does set his hand and seal hereto, the 14th day of August, 1996.

 (SEAL)
H. R. Thornton, Jr. as Trustee for Janice T. Carney

H. R. Thornton, Jr., as Trustee for Janice T. Carney, and Colette A. Carney being the Incorporators and original subscriber to the capital stock of TIBERIO, INC. under the general laws of the State of Florida, Colette A. Carney does hereby agree to take the number of shares of stock hereinabove set forth and in witness thereof does set her hand and seal hereto, the 14th day of August, 1996.

Colette A. Carney (SEAL)
Colette A. Carney

State of Florida
County of Osceola

The foregoing instrument was acknowledged before me this 14th day of August 1996, by H. R. Thornton, Jr. as Trustee for Janice T. Carney and by Colette A. Carney, whose driver licenses are

T653-336-34-144-0 and CG50-101-73-5200, respectively, and who are named as

incorporators and the original subscribers of TIBERIO, INC. and they acknowledged executing the same freely and voluntarily. They are known to me upon driver license identification to be the persons named in the foregoing instrument and they did take an oath.

Witness my hand and official seal, this 9th day of October, 1996.

(Official Seal or Stamp)

JULIANN S. HUNTER
Notary Public, State of Florida
My comm. expires Oct. 16, 1999
No. CC493379

Julianne S. Hunter
Julianne S. Hunter
Notary Public
My Commission Exp: 10-16-99
Comm. # CC493379

RESIDENT AGENT CERTIFICATE

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

IN COMPLIANCE WITH FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT: TIBERIO, INC.

**DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA
WITH ITS PRINCIPAL PLACE OF BUSINESS AT:** 4449 Rummell Road, St. Cloud.

STATE OF FLORIDA, HAS NAMED: Colette A. Carney
LOCATED AT: 520 Park Avenue, Winter Park, Florida

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: Colette A. Carney
Colette A. Carney

TITLE: PRESIDENT

DATE: August 14, 1996

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO
ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.**

SIGNATURE: Colette A. Carney
Colette A. Carney, Resident Agent

DATE: August 14, 1996