

SMITH  
SAUER  
DEMARIA  
& JOHNSON

ATTORNEYS AT LAW

G. Thomas Smith  
B & S Enterprises, Inc.

Secretary of State  
Corporate Records Division  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

RE: B & S Enterprises of Northwest Florida, Inc.

Gentlemen:

Enclosed is the signed original and a copy of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of \$70.00 representing the filing fee.

Please file the original of the enclosed Articles of Incorporation and return a date-stamped copy to me as evidence of filing.

If you have any questions, please do not hesitate to contact us at (904) 434-2761.

Sincerely,

*Jan C. Cribbs*

Jan C. Cribbs  
for G. Thomas Smith

GTS:jcc

Enclosures

*[Signature]*  
10/15

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-10-1736-01182--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

96 OCT 11 PM 3:37  
FBI 10/11/96

**ARTICLES OF INCORPORATION  
OF  
B & S ENTERPRISES OF NORTHWEST FLORIDA, INC**

**FILED**  
96 OCT 11 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I-NAME**

The name of this corporation is B & S Enterprises of Northwest Florida, Inc.

**ARTICLE II-DURATION**

This corporation shall have a perpetual existence, commencing on the date of filing with the Department of State.

**ARTICLE III-PURPOSE**

The general purposes for which the corporation is organized are:

(1) To establish, maintain, conduct, and operate the business of a sandwich shop; to prepare and sell foods and beverages of all kinds and to do all things incidental and necessary to the operations of a sandwich shop.

(2) To conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association,

fraternal benefit society, state fair or exposition business.

#### **ARTICLE IV-CAPITAL STOCK**

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of \$1.00 par value common stock.

#### **ARTICLE V-INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE**

The street address of the initial registered office of this corporation in the State of Florida is 65 Baybridge Park, Gulf Breeze, Florida 32561. The name of the initial registered agent for the corporation at that address is Brenda Boulton. The principal office of the corporation shall be 65 Baybridge Park, Gulf Breeze, Florida 32561.

#### **ARTICLE VI-INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors is two (2). The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

<b><u>NAME</u></b>	<b><u>STREET ADDRESS</u></b>
Brenda J. Boulton	65 Baybridge Park Gulf Breeze, Florida 32561
Vida Straley	65 Baybridge Park Gulf Breeze, Florida 32561

### ARTICLES VII-INCORPORATORS

The names and street addresses of the incorporators signing these Articles of Incorporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Brenda J. Boulton	65 Baybridge Park Gulf Breeze, Florida 32561
Vida Straley	65 Baybridge Park Gulf Breeze, Florida 32561


### ARTICLE VIII-BYLAWS

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

### ARTICLE IX-AMENDMENT

The 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.

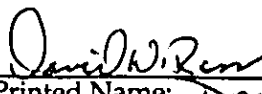
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 8th day of October, 1996.

  
Brenda J. Boulton

STATE OF FLORIDA  
COUNTY OF SANTA ROSA

BEFORE ME, the undersigned authority, personally appeared Brenda J. Boulton, who ( is ) personally known to me or ( ) produced a \_\_\_\_\_ as identification and who executed the foregoing Articles of Incorporation, and she acknowledges that she subscribed the said instrument for the uses and purposes set forth therein.

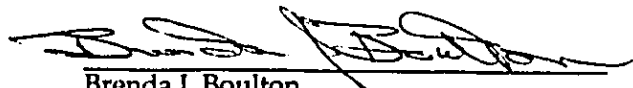
this 8<sup>th</sup> WITNESS my hand and official seal in the County, and State last aforesaid day of October, 1996.

  
Printed Name: DAVID W. ROSS  
Notary Public, Stamp: "OFFICIAL SEAL"  
David W. Ross  
My Commission Expires 11/30/99  
Commission #CC 513807



**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment of Registered Agent of B & S Enterprises of Northwest Florida, Inc., which is contained in the foregoing Articles of Incorporation. The undersigned is familiar with, and accepts, the obligations provided for in Section 607.0505 of the Florida Statutes.

  
Brenda J. Boulton

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TALLAHASSEE FLORIDA