



**THE UNITED STATES**  
**CORPORATION**  
**COMPANY**

ACCOUNT NO. : 072100000032

REFERENCE : 308540 122817A

AUTHORIZATION *Patricia Pizit*

COST LIMIT : \$ 70.00

ORDER DATE : March 26, 1997

ORDER TIME : 1:13 PM

ORDER NO. : 308540-005

EFFECTIVE DATE

3.2297

CUSTOMER NO: 122817A

300002125213--2

CUSTOMER: Jefferson De R. Capps, Esq  
JEFFERSON DE R. CAPPS, ESQ

P.O. Box 8547

MADEIRA BEACH, FL 33738

DOMESTIC FILING

NAME: GABBY'S KITCHENS, 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: Andrea C. Mabry

EXAMINER'S INITIALS:

FILED  
97 MAR 26 AM 10:14  
ST. LOUIS, MISSOURI  
FBI

W97-7055

00615 RA accept.

SN MAR 26 1997

K.R. MAR 27 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 26, 1997

CSC NETWORK  
1201 HAYS ST.  
TALLAHASSEE, FL 32301-2607

SUBJECT: GABBY'S KITCHENS, INC.  
Ref. Number: W97000007055

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for GABBY'S KITCHENS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

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.

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.

Sandy Ng  
Document Specialist

Letter Number: 297A00015410

57 MAR 27 1997 53

Articles of Incorporation  
Gabby's Kitchens, Inc.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 17, 1997

CSC NETWORKS

The name GABBY'S KITCHENS, INC. has been reserved for 120 days beginning March 17, 1997. The reservation number is R97000001286 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

Judy Eure

Letter number: 997A00013453

97

**ARTICLES OF INCORPORATION  
OF  
GABBY'S KITCHENS, INC.**

EFFECTIVE DATE  
3 22 97

FILED  
97 MAR 26 AM 10:14  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**ARTICLE I. CORPORATE NAME.**

The name of this corporation with its address for its principal office and mailing address are:

Gabby's Kitchens, Inc.  
5963 - 13th Street North  
St. Petersburg, Florida 33703

Jefferson de R. Capps, Esquire, as attorney for the incorporators of this corporation shown hereinbelow, who reserved the above corporate name in behalf of said incorporators with the Florida Secretary of State (Reservation No. 97000001286, Florida Department of State letter dated 17 March 1997, copy attached), has signed these Articles of Incorporation below to show the assignment of said reserved corporation name to said incorporators.

**ARTICLE II. DURATION**

This corporation shall have perpetual existence, commencing with upon the date of execution of these Articles of Incorporation.

**ARTICLE III. PURPOSE.**

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

**ARTICLE IV. CAPITAL STOCK.**

This corporation is authorized to issue One Hundred (100) shares of Five (\$5.00) Dollar par value common stock.

**ARTICLE V. PREEMPTIVE RIGHTS.**

Every shareholder, prior to the issuance of any additional shares of stock of the corporation, whether of the same class, kind or series as then held by the shareholder, or of a different class, kind or series as then held by the shareholder, shall have the right to purchase the same quantity of shares of stock to be issued by the corporation for the same equivalent consideration offered for the shares of stock to be issued to another party or parties, as pro rata compared to the number of shares of stock as then held by the shareholder with the total number of shares of stock then issued by the corporation.

**ARTICLE VI. INCORPORATORS AND DIRECTORS.**

This corporation shall initially have two (2) directors. The number of directors may be increased or diminished from time to time by the bylaws of this corporation, but shall never be less than two

Articles of Incorporation  
Gabby's Kitchens, Inc.

**ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT.**

The street address of the initial registered office of this corporation is 5963 - 13th Street North, St. Petersburg, FL 33703; and, the name of the initial registered agent of this corporation is KAREN G. IVORY.

**ARTICLE VII. BYLAWS.**

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


**ARTICLE VIII. APPROVAL OF SHAREHOLDERS REQUIRED.**


The approval of the shareholders of this corporation shall be required as to any affiliation of this corporation or any plan of merger of this corporation with another party or corporation, whether or not required by law.

**ARTICLE IX. AMENDMENT.**

The right to amend the Articles of Incorporation of this corporation is vested in the shareholders of this corporation.

IN WITNESS WHEREOF the undersigned have executed these Articles of Incorporation on this 22d day of March, 1997 in St. Petersburg, Florida.


  
CHARLES E. IVORY  
Incorporator

  
KAREN G. IVORY  
Incorporator and Registered Agent

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

The undersigned attorney at law, having reserved the corporate name of GABBY'S KITCHENS, INC., a Florida corporation for profit with the Florida Department of State, in behalf of the above incorporators, Charles E. Ivory and Karen G. Ivory (reference Letter No. 997A00013453, issued by the Florida Department of State, dated 17 March 1997, copy attached as Exhibit No. 1, hereto), does hereby assign said corporate name to said incorporators.

Date: 22d March, 1997.

  
JEFFERSON de R. CAPPS  
Attorney  
Fla. Bar No. 01162