

P97000034500

P. 04

TRANSMITTAL LETTER

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

FILED
97 APR 16 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Wakefield's Tavern
(Proposed corporate name - must include suffix)

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-04/16/97--01054--013
****131.25 ****131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.76
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Duane Romanello
Name (printed or typed)
1919-J Standing Blvd.
Address
Jacksonville, FL 32210
City, State & Zip
904-384-3840
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

PBM 4/17/97

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**ARTICLES OF INCORPORATION
OF
WAKEFIELD'S TAVERN, INC.,**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLES I. NAME

The name of the corporation Shall be:

Wakefield's Tavern, Inc.

The principal place of business of this corporation shall be 12020 Fort Caroline Road Suite 1, Jacksonville, Fl 32225.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 900 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 11896 Ashbrook Circle South, Jacksonville, Fl 32225 and the name of the initial registered agent of the corporation at that address is Robert B. Powell.

ARTICLE V. BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by the Board of Directors. This

corporation shall have three Directors initially. The number of Directors may be increased or decreased from time to time, by the By Laws.

The name and address of the persons who are to serve as Director until their successor or successors are elected and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Robert B. Powell	11896 Ashbrook Circle South Jacksonville, FL 32225
Edward Wnorowski III	11307 River Knoll Drive Jacksonville, FL 32225
Martin B. Townsend	11319 Portside Drive Jacksonville, FL 32225

ARTICLE VI. BY-LAWS

The power to adopt, alter, amend or repeal By Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE VII. TERM OR EXISTENCE

The corporation is to exist perpetually.

ARTICLE VIII. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof at the price at which it is offered to others.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under section 1244 of the

Internal Revenue Code and that the corporation will file as an "S" Corporation.

ARTICLE X. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

<u>NAME</u>	<u>ADDRESS</u>
Robert B. Powell (President)	11896 Ashbrook Circle South Jacksonville, FL 32225
Edward Wnorowski III (Vice President)	11307 River Knoll Drive Jacksonville, FL 32225
Martin B. Townsend (Secretary)	11319 Portside Drive Jacksonville, FL 32225

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Robert B. Powell, 11896 Ashbrook Circle South, Jacksonville, FL 32225.

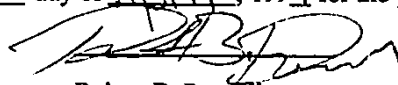
ARTICLE XIII. AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present, after notice in writing of the exact wording of the proposed amendment at two regularly scheduled meetings.


ARTICLE XIV. DISSOLUTION

In the event of dissolution, the assets of the Corporation shall be distributed to the stockholders.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, has hereunto set my/hand and seal this 7 day of April, 1997 for the purpose of forming this corporation.


Robert B. Powell

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

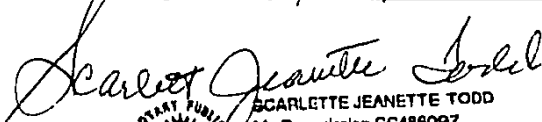


Robert B. Powell

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a Notary public duly authorized in the state and county above named to take acknowledgments, personally appeared Robert B. Powell who produced a Florida driver's license showing him be the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 11th day of April, 1997.

My commission expires: 8/6/99



SCARLETTE JEANETTE TODD
My Commission CC486097
Expires Aug. 06, 1999
Bonded by HAI
800-422-1555

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97 APR 16 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA