

P97000080298

TRANSMITTAL LETTER

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

SUBJECT: B+C GOURMET PIZZA # 2, INC.  
(Proposed corporate name - must include suffix)

100002292801--3  
-09/15/97--01069--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ROBERT M. TRAVER  
Name (Printed or typed)

4632 BRAYTON TERR. N.  
Address

PALM HARBOR, FL. 34685  
City, State & Zip

813-934-7653  
Daytime Telephone number

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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FILED

TM-9/16/97

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

ARTICLES OF INCORPORATION  
B & C GOURMET PIZZA #2, INC.

ARTICLE I - NAME

The name of this corporation is: B & C GOURMET PIZZA #2, INC.

ARTICLE II - DURATION

The term for which said corporation shall exist shall be perpetual, unless sooner terminated by law.

ARTICLE III - Purpose

This corporation is organized for the following purposes:

To transact any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$ .01 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof ( as nearly as may be done without issuance of fractional shares ) at the price at which it is offered to others.

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TALLAHASSEE, FLORIDA

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4632 Brayton Terrace N., Palm Harbor, Florida 34686, and the name of the initial registered agent of this corporation and its address is CHERYL L. TRAVER, 4632 Brayton Terrace N., Palm Harbor, Florida 34686

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) 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 name and address of the initial directors are:

ROBERT M. TRAVER	4632 Brayton Terrace N. Palm Harbor, Florida 34686
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#### ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these articles are:

ROBERT M. TRAVER	4632 Brayton Terrace N. Palm Harbor, Florida 34686
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#### ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and shareholders.

#### ARTICLE XI - MANAGEMENT OF CORPORATION BY BOARD OF DIRECTORS AND 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 Board of Directors and the shareholders of this corporation.

ARTICLE XII - INDEMNIFICATION

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

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

4632 Brayton Terrace N.  
Palm Harbor, Florida 34686

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 10 day of September, 1997.

Robert M. Traver  
Robert M. Traver

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of September, 1997, by ROBERT M. TRAVER who is personally known to me or who has produced Florida Drivers License as identification and who did not take an oath.

Todd L. Schwarz



TODD L. SCHWARZ  
My Comm Exp. 5/31/2001  
Bonded By Service Ins  
No. CC645800  
(1) Personally Known (2) Other ( )

Notary Public, State of Florida  
My commission expires:

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of this corporation is:

B & C GOURMET PIZZA # 2, INC.

2. The name and address of the registered agent and office is:

Cheryl L. Traver  
4632 Brayton Terrace N.  
Palm Harbor, Fl. 34686

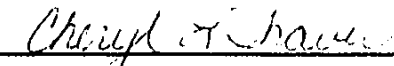


ROBERT M. TRAVER  
DIRECTOR

DATED : September 10, 1997

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



CHERYL L. TRAVER

Dated: September 10, 1997

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TALLAHASSEE, FLORIDA

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