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October 22, 1997

New Filings Section
Department of State
Division of Corporations
Attention: Foreign and Nonprofit Section
409 E. Gaines Street
Tallahassee, FL 32301

900002329809--5

-10/27/97--01021--015
*****70.00 *****70.00

Re: F M Beach Birds, Inc.

Please find enclosed the original executed Articles of Incorporation for the above-referenced corporation for filing along with the Certificate Designating the Registered Agent and Place of Business for Service of Process.

Also enclosed is our check in the amount of \$70.00 for the various filing fees. A certified copy is not required.

Thank you for your assistance in this matter.

Sincerely yours,

Richard W. Winesett

Richard W. Winesett

RWW:cm
Enc.

parfmbird.ltr

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
F M BEACH BIRDS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I
(Name and Mailing Address)**

The name of the corporation is F M BEACH BIRDS, INC., and its mailing address is 1517 Hendry Street, Fort Myers, FL 33901.

**ARTICLE II
(Duration)**

The duration of this corporation is perpetual and its existence shall commence on the date of execution and acknowledgment of these Articles.

**ARTICLE III
(Purpose)**

The general purposes for which this corporation is organized are to own and operate a restaurant; to engage in such other activities as are incidental to or connected with the operation of such business; and to transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE IV
(Capital Stock)**

This corporation is authorized to issue 10,000 shares of common stock with a par value of \$1.00 per share.

**ARTICLE V
(Initial Registered Office and Registered Agent)**

The street address of the initial registered office of this corporation is 2248 First Street, Fort Myers, Florida 33901, and the name of the initial registered agent of this corporation at that address is Richard W. Winesett.

ARTICLE VI
(Preemptive Rights)

Every Shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII
(Initial Board of Directors)

This corporation shall have ****number**** directors initially. The number of Directors may be either increased or diminished from time to time by a majority of the shareholders present in person or by proxy at any annual or special meeting of the shareholders but shall never be less than one director nor more than seven directors. The names and addresses of the initial directors of this corporation are:

David R. Parilla
1335 Santos Road
Fort Myers Beach, FL 33931

ARTICLE VIII
(Incorporators)

The name and address of the person signing these Articles is Richard W. Winesett, Post Office Drawer 610, Fort Myers, Florida 33902.

ARTICLE IX
(Bylaws)

The Bylaws of the corporation shall be adopted, altered, amended or repealed and new Bylaws may be adopted, by either the Board of Directors or the Shareholders, but the Board of Directors may not amend or repeal any Bylaw adopted by the Shareholders if the Shareholders specifically provide that the Bylaw is not subject to amendment or repeal by the Directors.

ARTICLE X
(Amendment)

This corporation reserves the right, subject to the approval of persons voting not less than a two-thirds majority of the outstanding fully paid and non-assessable shares of the capital stock of the corporation, to amend or repeal any provision 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 incorporators have executed these Articles of Incorporation on this 22nd day of October, 1997.

Richard W. Winesett
Richard W. Winesett, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 22nd day of October, 1997, by Richard W. Winesett, who is personally known ☒ to me or who has produced ☐ as identification.



ROBERT A. WINESETT
MY COMMISSION # CC438468 EXPIRES
May 1, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

NOTARY PUBLIC:

sign
print

Robert A. Winesett
ROBERT A. WINESETT
State of Florida at Large (Seal)
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named as initial registered agent of F M BEACH BIRDS, INC., is familiar with Sections 607.0501, 607.0502, 607.0505 and 607.1508, Florida Statutes, and accepts the obligations thereunder.

EXECUTED this 22nd day of October, 1997.

Richard W. Winesett
Richard W. Winesett

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