

Louis C. Anderson  
ATTORNEY AT LAW

P97000097472

November 13, 1997

Return to  
FIA ASAP

Via Federal Express

Attorney's Title Insurance Fund, Inc.  
660 East Jefferson, Suite 200  
Tallahassee, FL 32301  
ATTN: BARBARA KEYS

800002348108--0  
-11/17/97--01001--010  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Filing Articles of Incorporation for  
WJW Restaurants, Inc.

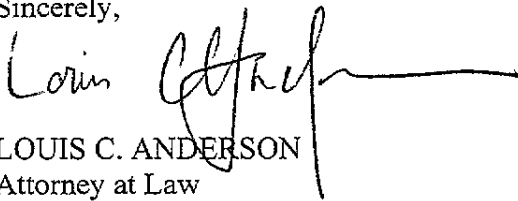
Dear Ms. Keys:

Enclosed please find the following for filing the above Articles of Incorporation.:

1. Articles of Incorporation for WJW Restaurants, Inc.
2. Our check for \$10.00 to Attorney's Title Insurance Fund, Inc. for filing fees.
3. Our check for \$122.50 to the State of Florida, Division of Corporations, for the filing fee (\$35.00), designation of registered agent (\$35.00) and a certified copy (\$52.50).

Please see that the above Articles are filed, and the certified copy returned to this office. If you have any questions, please contact us immediately. Thank you.

Sincerely,

  
LOUIS C. ANDERSON  
Attorney at Law

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97 NOV 14 PM 4:09  
97 NOV 14 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA 32301-0001

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97 NOV 14 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# *Articles of Incorporation of WJW Restaurants, Inc.*

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of the corporation is WJW RESTAURANTS, INC.
2. **Principal Office/Mailing Address.** The street address of the initial principal office is 52 Canal Street, Seagrove Beach, Florida 32459.
3. **Shares.** The number of shares the corporation is authorized to issue is seven thousand (7,000) shares.
4. **Initial Registered Office and Agent.** The name and street address of the initial registered agent and office of this corporation is:

LOUIS C. ANDERSON  
224 Commercial Blvd., Suite 310  
Lauderdale-by-the-Sea, Florida 33308-4443.

5. **Incorporators.** The name and address of the Incorporator is:

<u>Name</u>	<u>Address</u>
LOUIS C. ANDERSON	224 Commercial Blvd., Suite 310 Lauderdale-by-the-Sea, Florida 33308-4443

6. **Directors.** The name and address of the initial director is:

<u>Name</u>	<u>Address</u>
WILLIAM R. MCGEHEE	52 Canal Street Seagrove Beach, Florida 32459.

7. **Purpose.** The purpose of this corporation is to run a food service business, and to engage in any other lawful business.
8. **Meetings by Conference Telephone.** Members of the Board of Directors may participate in special, regular or annual meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law.
9. **Indemnification.** The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.
10. **Amendment of Articles.** The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the Board of Directors by a sixty-seven percent (67%) vote.
11. **Amendment of Bylaws.** The power to adopt, alter, amend or repeal the Bylaws of this corporation shall be vested in the Board of Directors by a sixty-seven percent (67%) vote.
12. **Information Action of Directors and Shareholders.** If the required voting percentage of the directors or shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors or Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10<sup>th</sup> day of November 1997.

  
LOUIS C. ANDERSON, Incorporator

**Acceptance of Registered Agent Designated  
in Articles of Incorporation**

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes (1997).

  
\_\_\_\_\_  
LOUIS C. ANDERSON, Registered Agent

This instrument prepared by:

LOUIS C. ANDERSON, ESQ.  
224 Commercial Blvd., Suite 310  
Lauderdale-by-the-Sea, Florida 33308-4443  
954-772-8050

Florida Corporations by Rules (1997) form § 008, C:\DATA\CORP\FORMS\Setup\artincorp.wpd

**FILED**  
97 NOV 14 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA