

Law Offices of

# KENNEDY & PYLE

R. Michael Kennedy P.A.  
R. Michael Kennedy

Michael A. Pyle P.A.

Michael A. Pyle\*

\*Florida Bar Certified Real Estate Specialist

Trisha L. Dellinger

Stephen G. Martin

P97000105552

April 5, 1999

Please Reply to the Main Office

Secretary of State  
Division of Corporations  
Tallahassee, Florida 32399

Re: Cracker Boy Seasoning, Inc.

400002833554--1

-04/08/99--01083--022

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir:

Enclosed please find for filing the Restated and Amended Articles of Incorporation for the above-referenced corporation. Our check in the amount of \$35.00 is enclosed for the filing fee.

Sincerely,

*Michael A. Pyle*

Michael A. Pyle

MAP/ss  
Encs.

FILED

99 APR -7 AM 9:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Arstart*

TLL

APR 7 3 1999

**RESTATED AND AMENDED  
ARTICLES OF INCORPORATION  
OF  
CRACKER BOY SEASONING, INC.**

**FILED**  
99 APR -7 AM 9:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1007 and 607.1005 of the Florida Statutes, the undersigned Corporation adopts the following Restated and Amended Articles of Incorporation of Cracker Boy Seasoning, Inc., originally incorporated on December 15, 1997.

**ARTICLE I - Name**

The name of the corporation shall be: **Cracker Boy Seasoning, Inc.**

**ARTICLE II - Principal Office and Mailing Address**

The street address of the principal address and mailing address are: 375 Spring Forest Drive, New Smyrna, Florida 32168-8703.

**ARTICLE III - Nature of Business**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE IV - Duration**

The corporation shall have perpetual existence, commencing upon filing of these Articles of Incorporation with the Department of State.

**ARTICLE V - Shares**

The corporation is authorized to issue One Hundred (100) shares. The par value is \$1.00 per share. Each share of stock shall be entitled to one (1) vote, and in the election of directors of the corporation, the holders of the stock shall be entitled to vote their stock cumulatively.

## **ARTICLE VI - Preemptive Rights**

Each shareholder of this corporation shall have the first right to purchase shares of any class, kind, or series of stock in this corporation that may from time to time be issued, whether or not presently issued, including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms, and conditions of the issue of shares, and inviting him or her to exercise his or her preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

## **ARTICLE VII - Board of Directors**

The corporation shall have one Director. The number of Directors may be increased or decreased from time to time pursuant to the Bylaws adopted by the shareholders, but shall never be less than one.

## **ARTICLE VIII - Director**

The name and address of the Director of this corporation are:

Brent Price  
P. O. Box 8494  
Daytona Beach, FL 32123

## **ARTICLE IX - Incorporator**

The name and address of the Incorporator of this corporation are:

Brent Price  
P. O. Box 8494  
Daytona Beach, FL 32123

## **ARTICLE X - Registered Agent and Office**

The name and street address of the Registered Agent and office are:

Michael A. Pyle  
1265 W. Granada Blvd., Suite 1  
Ormond Beach, Florida 32174

#### **ARTICLE XI - Amendment**

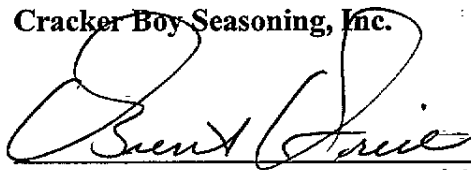
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made, without a meeting of the shareholders.

These Restated and Amended Articles of Incorporation primarily restate the provisions of the Corporation's Articles of Incorporation as previously adopted and filed, and also integrate certain amendments, specifically designated as "Amended," which were adopted pursuant to the Florida Statutes. There is no discrepancy between the Corporation's Articles of Incorporation as previously adopted and the provisions of these Restated and Amended Articles of Incorporation other than the inclusion of amendments adopted pursuant to the Florida Statutes. These Restated and Amended Articles of Incorporation were adopted by unanimous vote of all Directors and Shareholders, which vote was sufficient for approval, effective March 30, 1999.

**In Witness Whereof**, the undersigned has executed these Restated and Amended Articles of Incorporation on March 30, 1999.

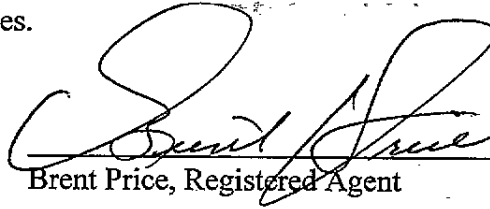
**Cracker Boy Seasoning, Inc.**

By:



Brent Price, President/Director

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



Brent Price, Registered Agent