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526 East Park Avenue  
Tallahassee, FL 32301  
(850) 681-6528

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636106

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-01/07/98--01080--023  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

*Great Gyros and More*

☐ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

**RUSH**

☒ Certified Copy

☐ Certificate of State

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

Ordered By:

Date:

*1/7/98*

**FILED**  
98 JAN -7 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
**RECEIVED**  
98 JAN -7 PM 2:01  
DIVISION OF CORPORATION

## **ARTICLES OF CORPORATION OF**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

### **ARTICLE ONE NAME**

The name of the corporation is GREAT GYROS AND MORE, INC.

### **ARTICLE TWO DURATION**

The term of existence of the corporation is perpetual.

### **ARTICLE THREE PURPOSE**

This corporation is organized for the purposes of operating a restaurant and all other purposes for which a corporation may be incorporated under the Florida General Corporation Act.

### **ARTICLE FOUR CAPITAL STOCK**

The aggregate number of shares that the corporation has authority to issue is 200 shares of no par value common stock.

### **ARTICLE FIVE PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

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TALLAHASSEE, FLORIDA

**ARTICLE SIX**  
**STOCK TRANSFER RESTRICTIONS**

No transfer of stock shall be valid, until ten days after the corporation, through its secretary, shall have had written notice of the proposed sale, the number of shares proposed to be sold, the price at which the proposed sale is to be made, and the name of the prospective buyer. During such ten days, the corporation shall have the option to buy at the price set by seller any shares of outstanding stock, before its owner or the person in whose name it stands on the books of the corporation, may transfer them. Should the corporation not have the funds to buy the shares, or should it deem it undesirable to purchase them for any other reason, another existing shareholder shall have the option, for an additional ten days, of purchasing the shares at the price set by the seller in proportion to the number of shares then held by the shareholder. In the event a dispute exists between the shareholders and the corporation in regards to the fair market value of the shares, the fair market value will be determined by binding arbitration. In no event may the shares be sold to a third party without the written consent of the Board of Directors. However, the Board of Directors may not unreasonably refuse to allow the sale of shares to a third party.

**ARTICLE SEVEN**  
**TRANSFER EXCEPTIONS**

Notwithstanding anything herein to the contrary, any shareholder may at any time during such shareholder's lifetime transfer any of such shareholder's share in the company to his or her spouse, father or mother, children (unless those children have not reached their age of majority, in which event the shareholder may transfer the stock in trust for the benefit of such minor children) or to the trustee or trustees under any trust created during his or her lifetime for the benefit of the shareholder, his or her spouse, father or mother, or children. However, the spouse, father, mother, children or trustee shall agree in writing prior to such transfer to become a party to and be bound by all the terms and conditions of the agreement which provides for the corporation's

option to purchase shares before sale to other stockholders or third persons, just as if they were original parties to such agreement.

**ARTICLE EIGHT  
REGISTERED OFFICE**

The street address of the initial <sup>Principal</sup> registered office of the corporation is 6404 Ridge Road., Port Richey, FL 34668 and, the name of the initial registered agent is Nicholas Froustis, whose address is 1030 Landau St., Holiday, FL 34690.

**ARTICLE NINE  
DIRECTORS**

The initial board of directors of the corporation shall consist of 1 member. The name and address of the first board of directors is:

Name	Address
Nicholas Froustis	1030 Landau St. Holiday, FL 34690

**ARTICLE TEN  
INCORPORATORS**

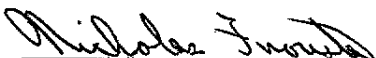
The name and street address of the incorporator signing these Articles of Incorporation is

Nicholas Froustis	1030 Landau St. Holiday, FL 34690
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**ARTICLE ELEVEN  
OFFICERS**

The name, address, and title of the first officer is:

Nicholas Froustis, President/Secretary/Treasurer	1030 Landau St. Holiday, FL 34690
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Nicholas Froustis, Incorporator

**STATE OF FLORIDA  
COUNTY OF PINELLAS**

On this 5 day of Jan 1998 before me, the undersigned officer, personally appeared Nicholas Froustis known to me to be the person whose name is subscribed to the instrument within, and acknowledged that he executed the same for the purposes contained therein.



*Laura M Castine*  
Notary Public/Commission Expires  
*April 28 2000*

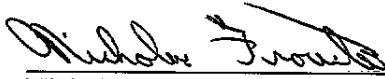
To: The Department of State  
Tallahassee, Florida 32304

Certificate Designating Place of Business or Domicile For the Service of Process Within  
Florida, Naming Agent Upon Whom Process May be Served.

In compliance with Section 607.325 of the Florida General Corporation Act, the following  
is submitted:

Great Gyros and More, Inc., with its place of business at 6404 Ridge Rd. Port Richey, FL  
34668 has named Nicholas Froustis of 1030 Landau St. Holiday, FL 34690 as its agent to accept  
service of process within Florida.

DATED this 5 Day of Jan 1998

  
Nicholas Froustis, President

I certify that on this date before me, an officer duly authorized in the state and county named  
above to take acknowledgements, personally appeared Nicholas Froustis, as President of Great  
Gyros and More, Inc., a corporation organized under the laws of Florida. He acknowledged  
before me that he executed the foregoing instrument as such officer in the name and on behalf of  
the corporation, that he is known by me to be the person described in and who executed the  
foregoing instrument, and he acknowledged before me that he executed the same.

**STATE OF FLORIDA  
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this 5 day of Jan 1998, by  
Nicholas Froustis of Great Gyros and More, Inc., a corporation, on behalf of the corporation.  
He is personally known to me or has produced a Florida Driver's License as identification and did  
take an oath.

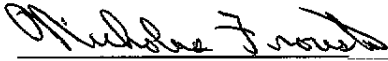


  
Notary Public/Commission Expires

April 28 2000

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity.

Dated by me at \_\_\_\_\_, Florida on 5 day of JAN 1998.

  
Nicholas Froustis

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