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Madison, FL 32341 973-4027  
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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. COUNTRY KITCHEN OF MADISON, INC.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_ 500002636625-1-7  
 (Corporation Name) (Document #) -09/11/98-01001-017  
\*\*\*\*122.50 \*\*\*\*122.50
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
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NEW FILINGS	
<input 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

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**T. SMITH SEP 10 1998**

Examiner's Initials

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**ARTICLES OF INCORPORATION**  
**OF**  
***KOUNTRY KITCHEN OF MADISON, INC.***

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contact, hereby execute these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I. CORPORATE NAME.**

The name of this corporation is KOUNTRY KITCHEN OF MADISON, INC.

**ARTICLE II. PRINCIPAL OFFICE.**

The principal place of business and mailing address of the this corporation is Route 1 Box 72, Lee, Florida 32059. That the street address and the mailing address are the same. That the Board of Directors may from time to time move the principal office of the Corporation to any other address in Florida.

**ARTICLE III. CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.**

The name and address of the initial registered agent is Robert E. Mendheim, Route 1 Box 72, Lee, Florida 32059.

**ARTICLE V. INCORPORATORS.**

The name and street address of the incorporators to these articles of incorporation are:

Robert E. Mendheim  
Route 1 Box 72  
Lee, Florida 32059

Sharon Mendheim  
Route 1 Box 72  
Lee, Florida 32059

Charlotte Green  
Route 1 Box 72  
Lee, Florida 32059

**ARTICLE VI. DIRECTORS.**

The names and street addresses of the initial directors are:

Robert E. Mendheim  
Route 1 Box 72  
Lee, Florida 32059

Sharon Mendheim  
Route 1 Box 72  
Lee, Florida 32059

Charlotte Green  
Route 1 Box 72  
Lee, Florida 32059

**ARTICLE VII. CORPORATE BUSINESS.**

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, to wit:

To operate a Restaurant, Gift Shop, and all related businesses, together with any other business except as provided hereafter.

To take, acquire, buy, hold, own, maintain, work, sell, convey, lease, mortgage, exchange real or person property or mixed; to buy and sell, convey, assign and cancel liens of every kind upon personal property or real property of every class, kind, or nature; to draw acquire, endorse, discount, and deliver bills of exchange, promissory notes, bonds, debentures and other negotiable instruments of any kind, class or nature and secure the same by mortgage

on its property or otherwise; to issue on commission, subscribe for, take acquire, hold, exchange and deal in shares, stocks, bonds, obligations, or securities of any government or authority, individual or corporation.

Generally, to make and perform contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other act or thing, to exercise, and which now or may hereafter may be authorized by law, and generally to do and perform all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied, provided, however, that no provision hereof shall be construed to authorize this corporation to conduct a banking, safety deposit , trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, or mutual fire insurance association business or cooperative association, or fraternal benefit society, or state fair exposition.

#### **ARTICLE VIII. BY LAWS.**

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

#### **ARTICLE IX. PAR VALUE.**

The par value of shares issued by the corporation shall be ten dollars.

#### **ARTICLE X. LIABILITY**

There shall be no personal liability on shareholders for the debts of the corporation.

**ARTICLE XI. TRANSACTIONS WITH INTERESTED PERSONS.**

No contract or other transaction of the Corporation with any other person, firm or corporation, or in which this Corporation is interested shall be affected or invalidated by: (A) The fact that any one or more of the shareholders of this corporation is interested in or is a director, officer or shareholder of another corporation; (B) The fact that any shareholder, individually or jointly with others, may be a party to or may be interested in any such contract or transaction, and each and every person who may become a shareholder of the corporation is hereby relieved from any liability that may otherwise arise by reason of this contract with the Corporation for the benefit of himself or any firm or corporation in which he/she may in anywise be interested.

The undersigned executed these articles of incorporation on September 9<sup>th</sup>, 1998.

  
ROBERT E. MENDHEIM

STATE OF FLORIDA

COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority one **ROBERT E. MENDHEIM**, who, after being first duly sworn by me, states on oath that he is the subscriber to these Articles of Incorporation, that he executed the same, and acknowledge before me that he subscribed to these Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me on this 9<sup>th</sup> day of September, 1998.

My Commission Expires:

*Patsy P. Hardee*  
Signature of Notary Public

\_\_\_\_\_  
Printed name of Notary Public



**PATSY P. HARDEE**  
Notary Public, State of Florida  
My comm. expires April 1, 2001  
Comm. No. CC 634584

*Sharon Mendheim*  
**SHARON MENDHEIM**

STATE OF FLORIDA

COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority one **SHARON MENDHEIM** who, after being first duly sworn by me, states on oath that she is the subscriber to these Articles of Incorporation, that she executed the same, and acknowledge before me that she subscribed to these Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me on this 9th day of September, 1998.

*Phyllis N. Lawson*  
Signature of Notary Public

Phyllis N. Lawson  
Printed name of Notary Public

My Commission expires:



**PHYLLIS N. LAWSON**  
Notary Public, State of Florida  
My comm. expires Mar. 16, 2001  
Comm. No. CC 629842

Charlotte Green  
CHARLOTTE GREEN

STATE OF FLORIDA

COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority one  
CHARLOTTE GREEN, who, after being first duly sworn by me, states on oath that she is  
the subscriber to these Articles of Incorporation, that she executed the same, and acknowledge  
before me that she subscribed to these Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me on this 9th day of September, 1998.



PATSY P. HARDEE  
Notary Public, State of Florida  
My comm. expires April 1, 2001  
Comm. No. CC 634584

Patsy P. Hardee  
Signature of Notary Public

My Commission Expires:

Printed name of Notary Public

**Designation and Acceptance of Registered Agent  
for a Florida Corporation**

Pursuant to the provisions of F.S. 607.0501, 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 the corporation is KOUNTRY KITCHEN OF MADISON, INC.
2. The name of the registered agent is Robert E. Mendheim
3. The address of the registered agent/registered office is Route 1 Box 72, Lee, Florida 32059.

**Acceptance**

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

  
ROBERT E. MENDHEIM

Date: September 9th, 1998.

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