

P98000092608

October 9, 1998

Department of State
Division of Corporations
P.O. Box 6327 Tallahassee,
FL 32314

FILED
98 OCT 30 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Articles of Incorporation

CAULDRON RESTAURANT INC.

2302 East 7th Avenue
Tampa, FL 33605-4015

Enclosed please find the Articles of incorporation and check number 1085 for
(\$96.25) ninety-six dollars and twenty five cents.

FROM:

RONALD WALTERS
2302 East 7th Avenue
Tampa, FL 33605-4015

(813) 248-5694

400002668924--6
-10/21/98-01040-001
*****96.25 *****87.50



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 21, 1998

RONALD WALTERS
2302 EAST 7TH AVE.
TAMPA, FL 33605-4015

SUBJECT: CAULDRON RESTAURANT INC.
Ref. Number: W98000023963

We have received your document for CAULDRON RESTAURANT INC. and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 598A00052006

ARTICLES OF INCORPORATION

The undersigned, natural persons competent to contract, does hereby make,
Subscribe and file these Articles of Incorporation for the purpose of organizing a
corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

Cauldron Restaurant Inc.

ARTICLE II

NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to
engage in any and all lawful business permitted under the laws of the United
States and the State of Florida.

ARTICLE III

The Maximum number of shares of stock that this Corporation is authorized to
issue and have outstanding at any one time shall be **SIX THOUSAND (6,000)**
shares of common stock having a par value of one **(\$1.00)** dollar per share.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

FILED
98 OCT 30 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

**REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered agent and initial street address of the registered Office of this Corporation in the State of Florida shall be:

RONALD WALTERS
2302 East 7TH Ave
Tampa, FL 33605-4015

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1). The initial Directors shall be:

RONALD WALTERS
1707 SCOTCHPINE DRIVE
BRANDON, FL 33511

PRESIDENT

DEON CAMPBELL
1707 SCOTCHPINE DRIVE
BRANDON, FL 33511

SECRETARY /TREASURER

ARTICLE VII

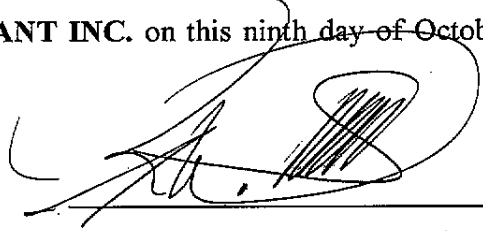
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE VIII

INCORPORATOR

The name of the person signing these Articles of Incorporation as the Incorporator is **RONALD WALTERS** and his street address is **1707 SCOTCHPINE DRIVE, BRANDON, FL 33511.**

In Witness whereof, the undersigned incorporator has executed the foregoing Articles of : **CAULDRON RESTAURANT INC.** on this ninth day of October 1998.



RONALD WALTERS

STATE OF FLORIDA

SS.

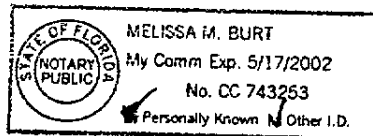
COUNTY OF HILLSBOROUGH

The foregoing instruments were acknowledged before me on this ninth day of October 1998, by **RONALD WALTERS** as incorporator.

Seal

Melissa M. Burt

NOTARY PUBLIC AT LARGE, STATE OF FLORIDA

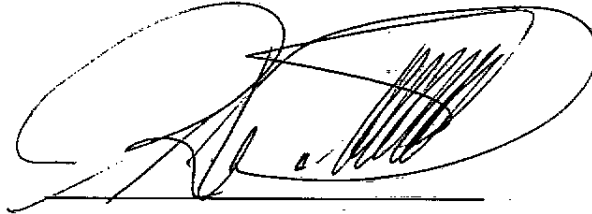


**CERTIFICATE DESIGNATING RESIDENT AGENT
AND OFFICE FOR SERVICE OF PROCESS**

CAULDRON RESTAURANT INC., a corporation under the laws of the State of Florida with its principal office at 2302 East 7TH AVENUE, TAMPA, FLORIDA 33605-4015 has named **RONALD WALTERS** whose principal address is 2302 East 7TH AVENUE, TAMPA, FLORIDA 33605-4015 **Registered Agent** to accept service of process within the State of Florida.

ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law.

A handwritten signature in black ink, appearing to read 'Ronald Walters', is written over a horizontal line.

RONALD WALTERS

FILED
98 OCT 30 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA