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Paul & Dolores Martino  
4116 Covey Run  
Naples, FL 34109

City/State/Zip

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Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in

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☐ Certified Copy

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☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 17 PM 2:47

B. BROOK NOV 20 1998

Examiner's Initials

## ARTICLES OF INCORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 17 PM 2:47

### ARTICLE 1 - NAME

The name of the corporation is Scooter's Sandwich Shop, Inc.

### ARTICLE 2 - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

### ARTICLE 3 - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

### ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue one thousand shares of one dollar par value common stock which shall be designated as "common shares".

### ARTICLE 5 - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE 6 - INITIAL REGISTERED OFFICE AND PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial registered office of this corporation is 5307 Shirley Street, Naples, FL 34109 and the name of the initial registered agent at that address is Paul Martino. The street address of the principal office and mailing address is 5307 Shirley Street, Naples, FL, 34109. *4116 Covey Run, Naples, FL 34109*

### ARTICLE 7 - BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The Board of Directors may be either increased or decreased from time to time by vote of the shareholders. However, there shall never be less than one director or more than five. The name and address of the initial Board of Directors is Paul Martino, 5307 Shirley Street, Naples, FL, 34109. *4116 Covey Run, Naples, FL 34109*

#### ARTICLE 8 - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is Paul Martino, ~~5307 Shirley Street, Naples, FL, 34109.~~ *4116 Covey Run, Naples, FL 34109*

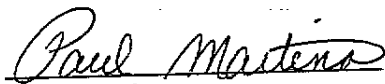
#### ARTICLE 9 - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

#### ARTICLE 10 - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation this 3rd day of November, 1998.

  
Paul Martino

**CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement designating the Registered Agent/Registered Office in the State of Florida.

- 1) The name of the corporation is Scooter's Sandwich Shop, Inc.
- 2) The name and address of the registered agent and registered office is Delores Martino, ~~5307 Shirley Street, Naples, FL, 34109~~ *4116 Covey Run, Naples, FL 34109*

Dated 10/3/98

By: *Delores Martino*  
Delores Martino

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and to act in that capacity, and I further state that I am familiar with and accept the obligations provided for in Section 607.0501, Florida Statutes, and to comply with the provisions of all other statutes relating to the proper and complete performance of my duties.

Dated 10/3/98

By: *Delores Martino*  
Delores Martino

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