

P98000104256

DIVISION OF CORPORATIONS P.O. BOX 6327, TALLAHASSEE FL 32314

EFFECTIVE DATE
11-99

TRANSMITTAL LETTER

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

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-12/14/98--01100--009
*****70.00 *****70.00

SUBJECT: PAT EVERETT'S OLD TYMES EATERY, INC.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$70.00, which represents:

\$35.00 Filing Fee

\$35.00 Designation of Registered Agent

From:

Patricia A. Palmer
3419 13th Street
St. Cloud, Florida 34769

FILED
98 DEC 14 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note please provide the original and one copy of the articles.

CB
12-15-98
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EFFECTIVE DATE

1-1-99

ARTICLES OF INCORPORATION

PAT EVERETT'S OLD TYMES EATERY, INC.

The undersigned for ourselves our associates successors and assigns hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Florida by and under the provisions of the statutes of the State of Florida providing for the formation, liability, rights, privileges and immunity of a corporation for profit hereby certify:

ARTICLE I

The name of the corporation shall be:

PAT EVERETT'S OLD TYMES EATERY, INC.

ARTICLE II

The mailing address of the corporation shall be 3419 13th Street, St. Cloud, Florida 34769.

ARTICLE III

The authorized Capital Stock of the Corporation shall consist of one thousand (1,000) shares at the par value of One Dollar (\$1.00) per share which shares shall not be divided into classes and shall not be issued in series.

The sum of the par value of all of the shares of capital stock of the corporation issued and outstanding shall be the stated capital of the corporation at any particular time.

When and as declared by the Board of Directors the holders of the outstanding capital stock shall be entitled to receive solely out of the unreserved and unrestricted earned surplus of the corporation dividends payable in either cash in property or in shares of the capital stock of the corporation.

The corporation shall not commence business until capital in excess of five hundred dollars (\$500.00) has been received.

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ARTICLE IV

The name of the initial registered agent is Patricia A. Palmer, who is a resident of Florida and whose address is 3419 13th Street, St. Cloud, Florida 34769.

I hereby accept designation as registered agent:


Patricia A. Palmer

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TALLAHASSEE, FLORIDA

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ARTICLE V

The name of the Incorporator is Patricia A. Palmer, whose address is 3419 13th Street, St. Cloud, Florida 34769.

ARTICLE VI

This corporation is organized to provide an eating establishment and all other related support services including, but not limited to preparation and sale of food and beverages for the general public. The corporation is also organized to engage in any business activities and for any and all other purpose permitted under the laws of the United States The State of Florida and any other State in which the corporation is or shall be authorized to conduct business.

In this country or in any foreign country to the extent that said purposes are not forbidden by the laws thereof subject to specific written limitations or restrictions imposed by law or otherwise by these Articles of Incorporation and solely in furtherance of, but not in addition to the purposes herein above set forth to have and exercise all of the powers as are or may from time to time be inferred by statute or otherwise.

To execute perform carry out or do any or all of the things in the accomplishment of the purposes herein above set forth as principal agent contractor trustee attorney-in-fact or otherwise either alone or in the company of other corporations or individuals.

It is understood that the foregoing enumeration of the powers of the corporation shall not be deemed to exclude by inference the exercise of any powers that might have been implied if no such mention thereof had been made.

ARTICLE VII

The initial Board of Directors of the corporation shall consist of two (2) individuals.

The name and address of the individual who is to serve as Director until the first annual meeting of shareholders or until successor(s) shall have been elected and qualified is as follows:

**Patricia A. Palmer
3419 13th Street
St. Cloud, Florida 34769**

ARTICLE VIII

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE IX

The provisions for the regulation of internal affairs are as follows:

First the meetings of Shareholders Board of Directors or any other meeting regular or special may be held either within or outside of State of Florida or within or outside of United States.

Second the initial by-laws of the corporation shall be adopted by its Board of Directors. The power to alter amend or repeal the by-laws or adopt a new code of by-laws shall be reserved to the shareholders, the affirmative vote of not less than fifty-one percent (51%) of the total number of shares issued and outstanding being necessary to exercise such reserved power. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the Act or these Articles of Incorporation.

Third the Corporation reserves the right from time to time to amend, alter, repeal or to add any provision to these Articles of Incorporation in any manner prescribed by these Articles of Incorporation and the Business Corporation Act.

ARTICLE X

The effective date for the corporation to commence shall be January 1, 1999.

IN WITNESS WHEREOF I have executed this instrument this 11th day of December 1998, by Patricia A. Palmer.

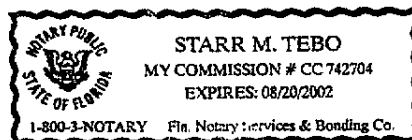
Patricia A. Palmer
Patricia A. Palmer
Incorporator

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 11th day of December, 1998 by Patricia A. Palmer, Drivers License # P456 681 39 968 0, who being personally known to me, and duly cautioned and sworn, states that the foregoing is true correct and based on personal knowledge and acting as Incorporator of the corporation on behalf of the corporation.

Sworn to and subscribed before me on this 11th day of December 1998.

Starr M. Tebo
Notary Public



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES 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 PAT EVERETT'S OLD TYMES EATERY, INC.**
- 2. The name and address of the registered agent and office is:**

**Patricia A. Palmer
3419 13th Street
St. Cloud, Florida 34769**

**Having been named as registered agent and to accept service of process for the
above stated corporation at the place designated in the certificate 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.**

Patricia A. Palmer

**Patricia A. Palmer
Registered Agent**

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