

P 98000107386

Smith, Smith & Parker, P.A.

Requestor's Name

411 N. Washington St.

Address

Perry, Fl. 32347 584-3812

City/State/Zip

Phone #

FILED

98 DEC 29 AM 11:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Office Use Only

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

1. OH Town Square Grocery, Inc. (Corporation Name) 12-28-98 (Document #) <sup>EFFECTIVE DATE</sup>
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

RECEIVED  
DEC 29 10:47

- Walk in     
  Pick up time \_\_\_\_\_     
  Certified Copy  
 Mail out     
  Will wait     
  Photocopy     
  Certificate of Status


| 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                                 |

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-12/29/98--01041--024  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

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

P. Hall  
DEC 29 1998  


Examiner's Initials

**ARTICLES OF INCORPORATION**  
of  
**OLD TOWN SQUARE GROCERY, INC.**

**FILED**  
98 DEC 29 AM 11: 04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

EFFECTIVE DATE

12-28-98

The name of this corporation is: OLD TOWN SQUARE GROCERY, INC.

**ARTICLE II. ADDRESS**

The initial post office address of the principal place of business of this corporation in the State of Florida is: 200 North Washington Street, Perry, Florida 32347. The Board of Directors may from time to time move the principal place of business to any other address in Florida.

**ARTICLE III. CORPORATE DURATION**

The duration of the corporation is perpetual. In accordance with Florida Statute section 607.0203 (1993), as amended, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after that date, then corporate existence shall commence upon filing by the Department of State.

**ARTICLE IV. NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is:

The corporation shall have all the powers of corporations generally

under the laws of the State of Florida, and shall conduct business in, have one or more office in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property.

To transact any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States of America.

To contract debts, borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of the corporate indebtedness as required.

#### **ARTICLE V. CAPITAL STOCK**

The maximum shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock having a nominal or par value of ONE DOLLAR (\$1.00) per share. The Board of Directors is authorized to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code as amended.

#### **ARTICLE VI. ADDRESS**

The initial post office address of the principal place of business of this corporation in the State of Florida is: 200 North Washington Street, Perry, Florida 32347. The Board of Directors may from time to time move the principal place of business to any other address in Florida.

#### **ARTICLE VII. DIRECTORS**

This corporation shall have one director, initially. The number of directors may be increased or decreased from time to time by-laws adopted by the stockholders.

#### **ARTICLE VIII. INITIAL DIRECTORS AND OFFICERS**

The names and post office addresses of the Board of Directors, the President, Vice

President and Secretary/Treasurer who shall hold office for the first year of existence of the corporation, or until their successors in office shall have been elected and qualified, are:

OFFICERS

KIMBERLY F. YOUNG - PRESIDENT, SECRETARY/TREASURER  
Route 4, Box 495  
Perry, Florida 32347

ARTICLE IX. INCORPORATORS

The name and post office address of the incorporator signing these Article of Incorporation is:

KIMBERLY F. YOUNG  
Route 4, Box 495  
Perry, Florida 32347

ARTICLE X. REGISTERED AGENT

The agent named to accept service of process within this State is: KIMBERLY F. YOUNG, 200 North Washington Street, Perry, Florida 32347.

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for OLD TOWN SQUARE GROCERY, INC. at the place designated above, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091 of the Florida Statutes.

  
KIMBERLY F. YOUNG  
REGISTERED AGENT

ARTICLE XI. SHAREHOLDERS

The shareholders and number of shares of corporate stock which said shareholder agrees to take shall be:

KIMBERLY F. YOUNG  
Route 4, Box 495  
Perry, Florida 32347

Shares -

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE XII. AMENDMENT**

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, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation may be made.

*Kimberly F. Young*  
KIMBERLY F. YOUNG  
SUBSCRIBER AND INCORPORATOR

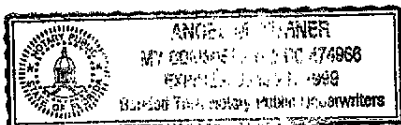
STATE OF FLORIDA )  
COUNTY OF TAYLOR )

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments and administer oaths in the State and County aforesaid, personally appeared KIMBERLY F. YOUNG, as subscriber and incorporator, of OLD TOWN SQUARE GROCERY, INC., to me known and who acknowledged before me that he executed and subscribed to the foregoing Articles of Incorporation in the aforesaid capacities.

The foregoing instrument was acknowledged before me this 28TH day of December, 1998, by KIMBERLY F. YOUNG, who personally appeared before me at the time of notarization, and who:

- [ X ] is personally known to me.
- [ ] produced current Florida driver's license as identification.
- [ ] produced \_\_\_\_\_ as identification.

(Seal)



*Angel M. Turner*  
Signature of Notary

