

TRANSMITTAL LETTER

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

SUBJECT:

Checkout Wholesale Inc.

(Proposed corporate name - must include suffix)

**EXPIRATION DATE**  
1-1-99

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☒ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM:

Michael McVay

Name (Printed or typed)

400 N NAVY Blvd Ste. J

Address

Pensacola, FL 32507

City, State & Zip

850-458-9210

Daytime Telephone number

400002727774--4

12/31/98--01044--002  
\*\*\*\*122.50 \*\*\*\*\*78.75

98 DEC 31 AM 8:23

FILED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

JAN 4 - 1999  
3

**ARTICLES OF INCORPORATION  
OF  
CHECKOUT WHOLESALE, INC.**

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TALLAHASSEE FLORIDA

**ARTICLE I - NAME**

The name of the corporation  
is

***CHECKOUT WHOLESALE, INC.***

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on January 1, 1999 and  
acknowledgment of these Articles or until such time as it shall be dissolved by law.

**EXPIRATION DATE**  
1-1-99

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting restaurant food & beverage services  
and all business not unlawful under the laws of the State of Florida or the United States of  
America.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one thousand (1000) shares of one dollar (\$1.00) par value  
common stock, which shall be designated "common shares". Any and all such "common shares"  
shall be one class only.

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every share holder upon the sale for cash any new stock of this corporation of the same kind,  
class or series as that which he already holds, shall have the right to purchase his pro rata share  
thereof at the price at which it is offered to others.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors initially. The number of directors may be either  
increased or diminished from time to time by by-laws adopted by the shareholders, but shall  
never be less than the minimum number of directors required by law. The Initial directors of this  
corporation are:

**KAREN PEREGRIN**  
5875 IBIS RD  
MILTON, FL 32583

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these articles is:

KAREN PEREGRIN  
5875 IBIS RD  
MILTON, FL 32583

**ARTICLE VIII - INITIAL REGISTERED OFFICE, PRINCIPLE OFFICE AND  
REGISTERED AGENT**

The street address of the initial registered office and principal office of the corporation is  
5875 IBIS RD MILTON, FL 32583

The name of the initial registered agent is  
KAREN PEREGRIN

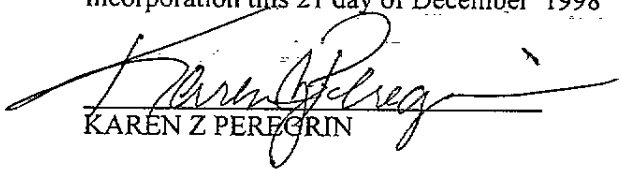
**ARTICLE IX - BY-LAWS**

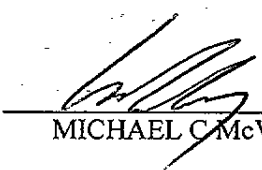
The power to adopt, alter, amend or repeal by-laws shall be by majority vote of the Board of Directors or by majority vote of the stockholders, provided, however, that the Board of Directors shall not have the power to adopt, alter, amend or repeal by-laws if such action would be inconsistent with any by-laws adopted by the shareholders.

**ARTICLE X**

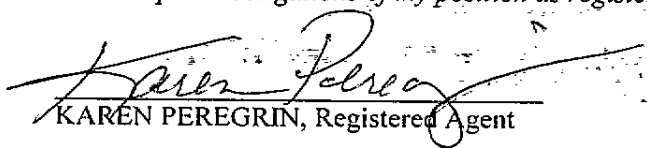
This corporation reserves the right to amend, or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders if subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 21 day of December 1998

  
KAREN Z PEREGRIN

  
MICHAEL C McVAY, WITNESS

*Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions 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.*

  
KAREN PEREGRIN, Registered Agent

December 21, 1998

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SECRETARY OF STATE

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