

P9900000 1428

Top's Choice Hamburgers Inc. of Navarre  
8072 Navarre Parkway  
Navarre, FL 32566  
Santa Rosa County

EFFECTIVE DATE  
1-1-99

December 29, 1998

Florida Department of State  
Division of Corporations  
New Filings Section  
P.O. Box 6327  
Tallahassee, Florida 32314

400002729844--3  
-01/05/99--01006--014  
\*\*\*\*122.50 \*\*\*\*78.75

Re: Top's Choice Hamburgers Inc. of Navarre

Gentlemen:

Enclosed in duplicate please find "Articles of Incorporation" for Top's Choice Hamburger Inc, of Fort Walton Beach. We request the effective date be January 1, 1999. Also enclosed is a check for \$122.50 representing:

Filing Fees	\$ 35.00
Designation of Registration Agent	35.00
Certified Copy	52.50
Total Enclosed	• \$122.50

Please mail certification to letterhead address. If you need additional information, please contact me at (850) 244-4212.

Sincerely,

*Matthew B. Rosicka*

Matthew B. Rosicka  
President

Enclosures

FILED  
99 JAN -5 PM 3:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*CB*  
*1-1-99*  
*14*

EFFECTIVE DATE  
1-1-99

ARTICLES OF INCORPORATION  
OF  
Top's Choice Hamburgers, Inc. of Navarre

ARTICLE I - NAME

The name of this corporation is Top's Choice Hamburgers Inc. of Navarre (hereinafter referred to as the "Corporation").

ARTICLE II - DURATION

The Corporation shall exist perpetually, commencing on the date of January 01, 1999 filing these Articles with the Department of State.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 500 shares of (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - TRANSFERABILITY OF SHARES

The transferability of all shares of stock in the Corporation shall be restricted in accordance with this Article VI. No shareholder nor any shareholder's heirs, executors or administrators shall sell, exchange, give, transfer, pledge, hypothecate or otherwise dispose of any shares in the Corporation or any interest in the shares except with the express written consent of other shareholders of the Corporation holding, in the aggregate, not less than one-half of all the outstanding shares of stock in the Corporation.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE VII - INITIAL PRINCIPAL OFFICE,  
REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the Corporation is 8072 Navarre Parkway, Navarre, Florida 32566, and the mailing address is the same. The street address of the initial registered office of the Corporation is 8072 Navarre Parkway, Navarre, FL 32566 and the initial registered agent of the Corporation at that address is Matthew Rosicka.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-laws of the Corporation but shall never be less than one. The name of the initial director of the Corporation is Matthew B. Rosicka and his address is 27 Alexander Place, Fort. Walton Beach, FL 32548.

ARTICLE IX - INCORPORATOR

The name of the person signing these articles is Matthew B. Rosicka and his address is 27 Alexander Place, Fort. Walton Beach, FL 32548.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend, or repeal the By-laws of the Corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - SECTION 1244 STOCK

It is the intent of this charter that the Director may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code as amended.

ARTICLE XII - ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Acknowledgment of Resident Agent:

Having been named to accept service of process of the Corporation stated above, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48, Florida Statutes, relative to keeping open said office.

X Matthew B. Rosicka / Matthew B. Rosicka

Registered Agent, Matthew B. Rosicka

X Matthew B. Rosicka / Matthew B. Rosicka

Incorporator, Matthew B. Rosicka

XXXXXXXXXXXXXXXXXXXXX,

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 31<sup>st</sup> day of December, 1998.

X Matthew B. Rosicka

XXXXXXXXXXXXXXXXXXXXX

STATE OF FLORIDA     )  
COUNTY OF OKALOOSA   )

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of

December, 1998, by Matthew B. Rosicka, Incorporator, of Top's Choice Hamburgers Inc. of Navarre, a Florida corporation, on behalf of the corporation. He is personally known to me or has produced Florida Driver's License Number R22D-542-66-D63-D as identification and did take an oath.

Peggy E. Lowery

Notary Public  
Commission Number

PEGGY E. LOWERY  
Notary Public-State of FL  
Comm. Exp: Sept. 28, 2001  
Comm. No: CC 678341

Name of Notary typed, printed  
or stamped

FILED  
99 JAN -5 PM 3:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA