

99000009866

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Bacon & Wing, Inc

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*****78.75 *****78.75

RECEIVED
99 FEB -1 AM 11:57
DIVISION OF CORPORATION

Signature _____

Requested by: cy

Name _____

Date 2/1

Time 11:17

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

ETD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

☒ Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
99 FEB -1 PM 3:19

R. Purinton FEB -1 1999

ARTICLES OF INCORPORATION

OF

BACON & WING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB -1 PM 3:19

ARTICLE I

Name. The name of this corporation is Bacon & Wing, Inc.

ARTICLE II

Duration. The corporation shall be perpetual.

ARTICLE III

Purpose. This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

Capital Stock. This corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value, which shall be designated "Common Shares".

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V

Preemptive Rights. Every shareholders, upon the sale for cash of 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Initial Principal Office. The street address of the initial

principal office of this corporation is 1555 Fruitville, Sarasota, Florida 34236.

ARTICLE VII

Initial Board of Directors. This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

Robert A. Bacon
1555 Fruitville Road
Sarasota, Florida 34236

and

Thomas G. Wing
1555 Fruitville Road
Sarasota, Florida 34236

ARTICLE VIII

Incorporator. The names and addresses of the persons signing these articles are:

Robert A. Bacon
1555 Fruitville Road
Sarasota, Florida 34236

and

Thomas G. Wing
1555 Fruitville Road
Sarasota, Florida 34236

ARTICLE IX

Bylaws. The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X

Registered Agent. Dana J. Watts is hereby designated as the Registered Agent for this corporation. The registered office shall be 1620 Main Street, Suite One, Sarasota, Florida 34236.

ARTICLE XI

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

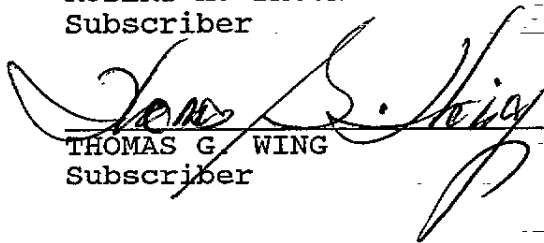
ARTICLE XII

Amendment. This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of January, 1999.



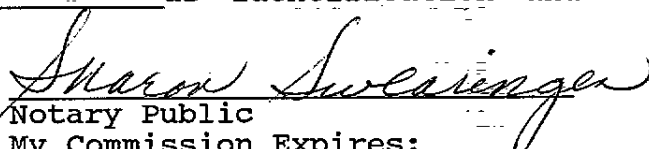
ROBERT A. BACON
Subscriber



THOMAS G. WING
Subscriber

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me by Robert A. Bacon and Thomas G. Wing this 29 day of January, 1999, who are personally known to me or who have produced _____ as identification and who did/did not take an oath.


Notary Public

My Commission Expires:

