

P99000022002

David E. Monaghan
P.O. Box 626
Nokomis, Fl 34274

February 10, 1999

Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Fl 32314

900002783749--2
-02/22/99-01149-017
****122.50 *****78.75

Dear Sirs,

We ask for your assistance in forming the corporation to be known as:

Cookin' Out Gas & Grills, Inc.


We have enclosed one (1) original and one (1) copy of the Articles of Incorporation, and one check for the amount of \$122.50 made payable to the Secretary of State as per statutory filing fee.

Thank you for your assistance in this matter.

Yours sincerely,


David E. Monaghan

FILED
99 MAR -5 AM 9:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FEB 24 1999




FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 24, 1999

DAVID E. MONAGHAN
P.O. BOX 626
NOKOMIS, FL 34274

SUBJECT: COOKIN' OUT GAS & GRILLS, INC.
Ref. Number: W99000004651

We have received your document for COOKIN' OUT GAS & GRILLS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 699A00008582

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida providing the information, liability, rights, privileges and immunities of corporation for profit.

ARTICLE I,

The name of this corporation shall be:

Cookin' Out Gas & Grills, Inc.

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under laws of the United States and the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of common stock, of ten cents (\$.10) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than five hundred (\$500.00) dollars.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

ARTICLE VI, ADDRESS

The initial street address in the State of principal office of the corporation shall be as follows:

P.O. Box 626
Nokomis, FL 34274

The board of directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This corporation shall have 1 Director initially. The number of directors may either be increased or diminished by the by-laws adopted by the shareholders, but shall never be less than one. The name and address of the initial Director of this corporation is as follows:

David E. Monaghan
P.O.Box 626
Nokomis, FL 34274

ARTICLES OF INCORPORATION

ARTICLE VIII

The name and address of the incorporator are:

David E. Monaghan
P.O. Box 626
Nokomis, FL 34274

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the board of directors and shareholders.

ARTICLE X, AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

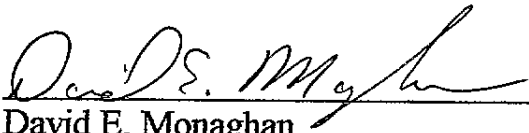
ARTICLE XI, SUB CHAPTER "S" CORPORATION

This corporation may be made a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLES OF INCORPORATION

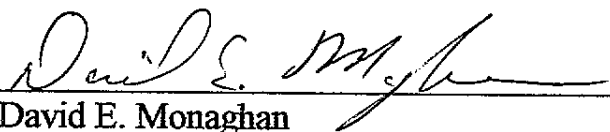
ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The registered Agent,
accepts this position signed below:


David E. Monaghan

The registered office will be located at:

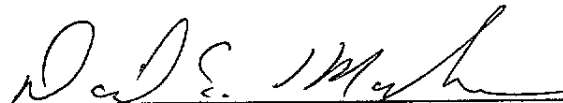
509 EAST LAUREL RD.
P.O. Box 626
Nokomis, FL 34274


David E. Monaghan

99 MAR -5 AM 9:29
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

In witness whereof, the undersigned, as subscribing incorporator, have hereunto set our hands and seals this day of for the purpose of forming this corporation under the laws of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.


David E. Monaghan

SWORN AND SUBSCRIBED BEFORE ME
THIS 18 DAY OF Feb, 1999





(Notary)