

P990000037923

CAPITAL CONNECTION, INC.

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

BARNES' Restaurants, Inc.

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*****70.00 *****70.00

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☒ 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
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99 APR 27 AM 11:27

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Signature

Requested by:

CD

4-27-99

11:00

Name

Date

Time

Walk-In

Will Pick Up

APR 27 1999

ARTICLES OF INCORPORATION
OF
BARNES' RESTARAUNTS, INC.

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In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation shall be: BARNES' RESTARAUNTS, INC.

ARTICLE II

The general nature of the business to be transacted and carried on by this corporation and its object and purpose is to transact any and all lawful business regardless of its nature or description.

ARTICLE III

The corporation shall have a perpetual existence.

ARTICLE IV

The maximum number of shares which this corporation shall be authorized to issue and

have outstanding at one time shall be limited to One Hundred (100) shares of common stock, Ten Dollars (\$10.00) par value.

The consideration for the issuance of such shares of stock, or any part thereof, shall be money current of the United States of America, or property or services of value at least equivalent to the value of the stock to be issued, the same to be fixed and determined by the Board of Directors of this corporation at any meeting of the Board. Whenever any share or shares of stock are issued in consideration of payments to be made in property or in services, the fair and just value of the property to be transferred or the services to be performed or rendered as a consideration for the issuance of said stock, shall be fixed by the Board of Directors of this corporation at any regular meeting of the Board or at any special meeting for which the fixing of that value is one of the purposes for which the meeting is called. The judgment and decision of the Board of Directors pertaining thereto shall be conclusive and binding upon all persons whomsoever in dealing with the corporation and the stockholders thereto. Any and all shares of stock of this corporation shall be issued for the consideration, or for not less than the consideration fixed and determined as aforesaid, whether such consideration be cash, property or services, and any and all shares of this corporation's stock so issued shall be deemed fully paid and non-assessable.

ARTICLE V

The initial place of business shall be 2621 N. Hiatus Road, Cooper City, FL 33330. The street address of the initial registered principal office of this corporation is 2787 S.E. 14th Street, Pompano Beach, FL 33062, and the name of the initial registered agent of this corporation is

TODD BARNES. The corporation shall have the power to transact business in any other place or places both within or outside the State of Florida and throughout the world.

Meetings of the stockholders and directors of this corporation for any and all purposes, including the annual meeting of stockholders may be held at places other than the principal office of the corporation, within or outside the State of Florida, and the place or places for holding of such meeting may be specified in the By-Laws or by the Board of Directors.

ARTICLE VI

This corporation shall have one director initially. The number of directors may be increased from time to time by the By-Laws of the Corporation, but shall never be less than one.

The initial director of this corporation shall be TODD BARNES, whose address is 2787 S.E. 14th Street, Pompano Beach, FL 33062.

ARTICLE VII

The person signing these Articles of Incorporation is TODD BARNES.

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 26 day of April, 1999.

Todd Barnes
TODD BARNES

STATE OF FLORIDA

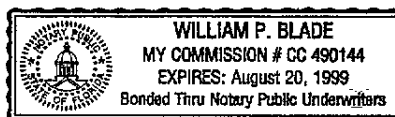
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and
County set forth above, personally appeared TODD BARNES, known to me and known by me
to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and
County last aforesaid, on this 26 day of April 1999.

William P. Blade
NOTARY PUBLIC

My Commission expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

BARNES' RESTARAUNTS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 2621 N. Hiatus Road, Cooper City, FL 33330, has named TODD BARNES of 2787 S.E. 14th Street, Pompano Beach, FL 33062, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-captioned corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Signed the 26 day of April, 1999.

Todd Barnes
TODD BARNES

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