

P99000054623

**CAPITAL CONNECTION, INC.**

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

Ellen + Nancy's Kitchen  
Inc

100002904281--8

-06/15/99--01002--009

\*\*\*\*\*70.00 \*\*\*\*\*70.00

☒ Art of Inc. File

☐ LTD 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

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

RECEIVED  
99 JUN 14 PM 3:58  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
1999 JUN 16 AM 10:26  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

JUN 15 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 15, 1999

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA ST.  
STE. 1  
TALLAHASSEE, FL 32301

SUBJECT: ELLEN & NANCY'S KITCHEN, INC.  
Ref. Number: W99000013934

We have received your document for ELLEN & NANCY'S KITCHEN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 099A00032162

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99 JUN 16 AM 10:01

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Corrected

FILED

1999 JUN 16 AM 10:26

ARTICLES OF INCORPORATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OF

ELLEN & NANCY'S KITCHEN, INC.

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Ellen & Nancy's Kitchen, Inc..  
The address of this corporation is 16051 NW Highway 19,  
Trenton, FL 32693.  
SECOND: The period of duration of the corporation is perpetual.

THIRD: The purposes are to engage in a restaurant business with take-out facilities and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

FOURTH: Authorized Shares.

Number. The aggregate number of shares that the corporation shall have the authority to issue is 100 shares of Capital Stock with a par value of one dollar (\$1.00) per share.

Initial issue. 100 shares of the Capital Stock of the corporation shall be issued for cash at a par value of one dollar (\$1.00) per share.

Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No classes of stock. The shares of the corporation are not to be divided into classes.

No share in series. The corporation is not authorized to issue shares in series.

FIFTH: The initial street address in Florida of the initial registered office of the corporation is 1151 NW 115th Street, Chiefland, Florida, 32626, and the name of the initial registered agent at such address is Phillip K. Beck.

SIXTH: The initial board of directors shall consist of three (3) members who need not be

residents of the State of Florida or shareholders of the corporation.

SEVENTH: The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

| <u>Name</u>      | <u>Number &amp; Street</u> | <u>City</u> | <u>State</u> | <u>Zip Code</u> |
|------------------|----------------------------|-------------|--------------|-----------------|
| Nancy Hendricks  | 7151 NW 167th Pl.          | Trenton     | FL           | 32693           |
| Ellen Sikes      | P.O. Box 1902              | Cross City  | FL           | 32628           |
| Robert A. Walker | 980 10th Ave. NE           | Naples      | FL           | 34120           |

EIGHTH: The names and addresses of the initial incorporators are as follows:

| <u>Name</u>      | <u>Number &amp; Street</u>              | <u>Shares Held</u> |
|------------------|---|--------------------|
| Nancy Hendricks  | 7151 NW 167th Pl.<br>Trenton, FL, 32693 | 33 1/3             |
| Ellen Sikes      | P.O. Box 1902<br>Cross City, FL, 32628  | 33 1/3             |
| Robert A. Walker | 980 10th Ave. NE<br>Naples, FL, 34120   | 33 1/3             |

NINTH: The names and addresses of the initial officers are as follows:

| <u>Name</u>      | <u>Number &amp; Street</u>              | <u>Title</u>         |
|------------------|---|----------------------|
| Nancy Hendricks  | 7151 NW 167th Pl.<br>Trenton, FL, 32693 | President            |
| Ellen Sikes      | P.O. Box 1902<br>Cross City, FL, 32628  | Secretary, Treasurer |
| Robert A. Walker | 980 10th Ave. NE<br>Naples, FL, 34120   |                      |

TENTH: An affirmative vote of fifty-one percent (51%) of the shares of the corporation shall be required for any shareholder action.

ELEVENTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than a two thirds vote of the common stock.

TWELFTH: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money from time to time, in addition to that stock authorized by the corporation. The preemptive right of any holder is determined by the ratio of the authorized shares of common stock held by the holder all shares of common stock currently authorized.

IT WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these articles of incorporation at \_\_\_\_\_, Florida, on the \_\_\_\_\_ day of \_\_\_\_\_, 1999.

Nancy Hendrix  
Ellen Sikes  
Robert A. Walker

(Incorporators)

**REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above 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 of 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.

Robert A. Walker  
Signature/Registered Agent

\_\_\_\_\_  
Date

FILED  
1999 JUN 16 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA