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ALSO ADMITTED TO PRACTICE IN WYOMING

August 6, 1999

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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-08/09/99-01080-010
*****70.00 *****70.00

Re: Bledsoe's Ellenton Cafe, Inc.

Gentlemen:

Please find enclosed the original and one copy of the Articles of Incorporation and the Acceptance by the Registered Agent for the above captioned corporation and my check in the amount of \$70.00 covering the following fees:

Filing fees	\$ 35.00
Registered Agent Designation	35.00

Thank you for your courtesy.

Very truly yours,

JAK/af
Jeffrey A. King, Esq.

JAK/gs
enclosures

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
18-6-99
6/17/99

ARTICLES OF INCORPORATION
OF
BLEDSOE'S ELLENTON CAFE, INC.

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

Bledsoe's Ellenton Cafe, Inc.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue 7,500 shares of common stock with a par value of \$1.00 per share. The Board of Directors may dispose of the authorized, but unissued stock, from time to time.

ARTICLE V. PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any

OFFICIAL DATE
8-6-99

securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI. RESTRICTION ON TRANSFER

All of the issued and outstanding shares of this corporation shall be made subject to restrictions on transferability by agreement among the holders of said shares. A copy of such agreement shall be kept in the file at the principal office of the corporation and shall be subject to inspection by stockholders of record and bona fide creditors of the corporation at reasonable times during business hours.

ARTICLE VII. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is: **527 36th Street West, Palmetto, Florida 34221**, and the name of the initial registered agent at such address is: **Homer Bledsoe**.

ARTICLE VIII. ADDRESS OF CORPORATION

The address of the principal office of the corporation is **527 36th Street West, Palmetto, Florida 34221**, and the mailing address of the corporation is **527 36th Street West, Palmetto, Florida 34221**.

ARTICLE IX. DIRECTORS

The corporation shall have one (1) director initially. The number shall be fixed by the bylaws and may be changed from time to time. The name and address of each member of the first Board of Directors is:

Homer Bledsoe, 527 36th Street West, Palmetto, Florida 34221

ARTICLE X. INCORPORATORS

The street address of the incorporator is:

527 36th Street West, Palmetto, Florida 34221

and the name of the incorporator is:

Homer Bledsoe

ARTICLE XI. COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on August 6,
1999.

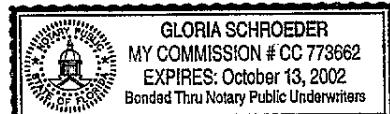
IN WITNESS WHEREOF, the Incorporator has subscribed his name this 6th
day of August, 1999.

Homer Bledsoe
Homer Bledsoe

STATE OF FLORIDA)
)
COUNTY OF SARASOTA)

SWORN TO AND SUBSCRIBED before me this 6th day of August,
1999, by **Homer Bledsoe**, personally known to me or who provided Florida driver's license as identification.

Gloria Schroeder
Notary Public



Jeffrey A. King, Esq.
2071 Main Street
Sarasota, Florida 34237
(941) 954-5585
Florida Bar No. 342238

ACCEPTANCE

Having been named as registered agent for **BLEDSOE'S ELLENTON CAFE, INC.**, I am familiar with and accept the obligations as registered agent for said corporation.

Dated this 6th day of August, 1999.

Homer Bledsoe
Homer Bledsoe

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA