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September 2, 1999

Division Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

FILED
99 SEP -1 PM 6:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attention: DOMESTIC CORPORATION SECTION
Re: Todd's Family Diner, Inc.

200002980122--0
-09/07/99-01123-009
****122.50 *****78.75

Dear Sir:

Enclosed you will find an original and a copy of the Articles of Incorporation of the caption entity. Please certify the copy and return it to this office.

Also enclosed you will find my check in the amount of \$122.50 to cover the following items of costs concerning this transaction:

Filing Fees:	\$ 35.00
Certified copy of	
Articles of Incorporation	52.50
Certificate of Registered Agent	35.00
TOTAL	<u>\$122.50</u>

Please note that we have designated the Registered Agent in the Articles of Incorporation.

Thank you for your continued courtesy and cooperation in this matter.

Sincerely,



GLENN ANDERSON
Counselor at Law

GA:maj
encl.

9-13
WC

ARTICLES OF INCORPORATION

OF

Todd's Family Diner, Inc.

99 SEP -7 PM 6:30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Todd's Family Diner,
Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually. Corporate existence shall commence with the filing of these articles with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial registered office of this corporation is 224 Dairy Road
Auburndale, FL 33823 and the initial registered agent of this corporation at that address is Pauline Odum

ARTICLE VI - ADDRESS OF PRINCIPAL OFFICE

The street address of the principal office is 224 Dairy Road, Auburndale, FL 33823 and the mailing address of the principal office is 224 Dairy Rd., Auburndale, FL 33823

ARTICLE VII - INITIAL BOARD OF DIRECTOR

This corporation shall have 4 directors 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 names and address of the initial directors of this corporation are:

Billy Todd - 2104 Palm Nut Dr., Winter Haven, FL 33881
Shirley Harris - 1014 Biltmore Dr., NW, Winter Haven, FL 33881
Pauline Odum - 1719 Sandlewood Circle, Winter Haven, FL 33880
Debra Collins - 1187 - 35th St., NW, Winter Haven, FL 33881

ARTICLE VIII - INCORPORATORS

The names of the persons signing these articles are as follows and the addresses of such persons are as stated in Article VI above:

Pauline Odum - 1719 Sandlewood Circle, Winter Haven, FL 33880.

ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation on September 1, 19 99.

Pauline Odum

PAULINE ODUM

The undersigned hereby accepts the duty of registered agent for the above named corporation and is familiar with and accepts the duties and responsibilities as such registered agent for said corporation.

Pauline Odum

PAULINE ODUM

