

2523

ARTICLES OF INCORPORATION
OF
PA PAWS RESTAURANTS, INC.

The undersigned, for the purpose of forming a corporation under the Alabama Business Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is Pa Paws Restaurants, Inc.

ARTICLE TWO

CORPORATE ADDRESS

The principal place of business of said corporation shall be P.O. Box 100, Wilsonville, Alabama 35186.

260 Ball Park Road

ARTICLE THREE

DURATION

The term of existence of corporation is perpetual.

ARTICLE FOUR

PURPOSE

The purpose for which the corporation is organized includes the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act.

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Pa Paws.
P.O. Box
Wilsonville

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation is ~~P. O. Box 100~~, Wilsonville, Alabama, 35186. *260 Ball Park Road*

The initial registered agent at such address is Wayne Raia

ARTICLE SIX
STOCKHOLDERS' PRIVATE PROPERTY

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent, whatsoever, unless provided by a written contract and with the agreement of all known stockholders.

ARTICLE SEVEN
CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue shall be 100 shares of common stock of par value of \$10.00 per share. The total of authorized capital stock is thus \$1,000.00 and all of said stock shall be common, and none shall be preferred or stock of a different class. The corporation will begin business with 100 shares of said common stock of the aggregate value of One Thousand and No/100 (\$1,000.00) Dollars subscribed as follows:

Wayne Raia 100 shares

and such shares shall be issued to him by stock certificates of this corporation. The par value of the capital stock to be issued and subscribed by the incorporators shall be paid in either cash or by services rendered to the corporation, or by real or personal property transferred to it, at their election.

ARTICLE EIGHT

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three (3). The names and addresses of the persons who are to serve as directors until their successors are elected and qualified are:

Wayne Raia, P.O. Box 34, Wilsonville, Alabama 35186.

Anthony Raia, P.O. Box 100, Wilsonville, Alabama 35186.

Nancy Raia, P.O. Box 34, Wilsonville, Alabama 35186.

ARTICLE NINE

INCORPORATORS

The name and address of the incorporator is:

Wayne Raia, ^{260 BALL PARK RD} ~~P.O. Box 34~~, Wilsonville, Alabama 35186.

ARTICLE TEN

TIME OF COMMENCEMENT

The time of the commencement of this corporation shall be the date of the issuance to it of a certificate of incorporation by and under the laws of the State of Alabama.

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ARTICLE ELEVEN

BY-LAWS

The incorporators, officers and directors of this corporation shall have the power to make such by-laws as they may deem proper for the management of the affairs of the corporation, according to the statutes of the State of Alabama, and pursuant to these Articles of Incorporation.

I, THE UNDERSIGNED, have subscribed my name this _____ day of 8-6-, 1991.



Wayne Raia, Incorporator

STATE OF ALABAMA>
TALLADEGA COUNTY>

I, the undersigned authority, a notary public in and for said county and State, hereby certify that WAYNE RAIA, whose name is signed to the foregoing Articles of Incorporation and who is known to me, acknowledge before me on this day, that, being informed of the contents thereof, he executed the same voluntarily on the day of the same bears date.

Given under my hand and official seal this the _____ day of _____, 19____.

Notary Public

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STATE OF ALABAMA

I, Billy Joe Camp, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Pa Paws Restaurants, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Roy Strickland, P. O. Box 332, Childersburg, AL 35044 for a period of one hundred twenty days beginning June 26, 1991 and expiring October 25, 1991.

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In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

June 26, 1991

Date

A handwritten signature in cursive script, appearing to read "Billy Joe Camp".

Billy Joe Camp

Secretary of State

State of Alabama

Shelby County

CERTIFICATE OF INCORPORATION OF

Pa Paws Restaurants, Inc.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of Pa Paws Restaurants, Inc., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of Pa Paws Restaurants, Inc., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 6th day of August, 1991.

1991 AUG -6 AM 11:15

Thomas A. Snowden, Jr.

Judge of Probate

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