

P99000066815

July 09, 1999

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

904-487-6052

300002943403- -8
-07/28/99--01001--003
****122.50 *****78.75

SUBJECT: Baja Cafe Celest, Inc.

Enclosed please find the original articles of incorporation for the above corporation and a check in the amount of \$122.50 made payable to Department of State

From:

Celest Burgk
1310 S. Federal Hwy
Deerfield Beach, FL 33441

FILED
99 JUL 27 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rec
7/27

w99-16157
RV



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 14, 1999

CELEST BURGK
1310 S FEDERAL HWY
DEERFIELD BEACH, FL 33441

SUBJECT: BAJA CAFE CELEST, INC.
Ref. Number: W99000016157

We have received your document for BAJA CAFE CELEST, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

Please sign and return your check along with this document in order to complete your filing.

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) 487-6923.

RoseAnn Varnadore
Corporate Specialist Supervisor

Letter Number: 399A00036209

ARTICLES OF INCORPORATION

OF

BAJA CAFE CELEST, INC.

ARTICLE I - NAME

The Name of this corporation is Baja Cafe Celest, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Section 607.0202 of the Florida Statutes.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1310 S. Federal Hwy
Deerfield Beach, FL 33441

and the name of the initial registered agent of this corporation at that address is
Celest Burgk

and the principal office and mailing address of this corporation is:

1310 S. Federal Hwy.
Deerfield Beach, FL 33441

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TALLAHASSEE, FLORIDA
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ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws. The name and address of the initial director of this corporation is:

Celest Burgk
1310 S. Federal Hwy
Deerfield Beach, FL 33441

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

Celest Burgk
1310 S. Federal Hwy
Deerfield Beach, FL 33441

ARTICLE VII - INDEMNIFICATIONS

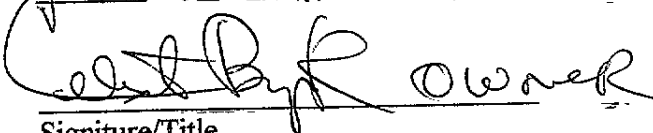
The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE VIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto.

The Undersigned has executed these Articles of Incorporation this

7 day of 9, 1999


Signature/Title

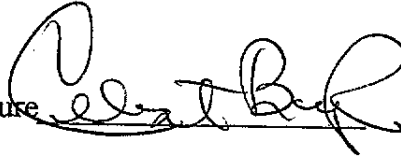
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Corporation is: Baja Cafe Celest, Inc.
2. The name and address of the registered agent and office is:

Celest Burgk
1310 S. Federal Hwy
Deerfield Beach, FL 33441

Signature



Title

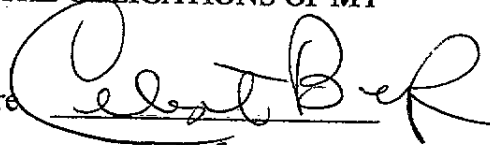
Owner

Date

7-9-99

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.

Signature



Date

7-9-99

99 JUL 27 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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