

996000085158

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Coffee Talk Cafe, Inc.
(Proposed corporate name - must include suffix)

100001970441
-10/10/96--01037--020
****131.25 ****131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Richard N. Stevens
Name (printed or typed)

1614 Cole Road
Address

Orlando, FL 32803
City, State & Zip

(407) 895-8481
Daytime Telephone number

FILED
96 OCT 10 AM 9:48
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

AL OCT 10 1996

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
COFFEE TALK CAFE, INC.**

FILED
96 OCT 10 AM 9:48

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is:

COFFEE TALK CAFE, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business and shall have those powers generally conferred by Florida Statutes upon corporations organized in this state, and in addition to but not in limitation of such powers, shall also have the power:

(a) To acquire, by purchase or lease or otherwise, lands and interests in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or structures, public or private, with their appurtenances and to manage, operate, lease, rent, rebuild, enlarge, alter or improve any buildings or other structures, now or hereafter erected on any lands so owned, held or occupied and to encumber or dispose of any lands or interests in lands, any buildings or structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

(b) To acquire by purchase, lease, manufacture or otherwise any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any and all property, real or personal, at any time owned or held or occupied by the corporation and to invest, trade and deal in any personal property deemed beneficial to the corporation and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

(c) To contract debts and borrow money, issue and sell or pledge bonds, notes and other evidences of indebtedness and to execute such mortgage, transfers or corporate indebtedness as required.

(d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(f) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation or calculated to facilitate same.

(g) To carry on any or all of its operations or businesses and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all the general powers of like corporations.

(h) To engage in any and all lawful businesses, trades, occupations or professions.

(i) To do any or all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world as principals, agents, contractors or otherwise, alone or in the company of others and to do and perform all such other things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts named above.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares each having a par value of \$1.00.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE

This corporation shall have perpetual existence. These Articles of Incorporation shall be effective and the corporation's existence shall commence upon the filing of these Articles of Incorporation by the Florida Department of State.

ARTICLE V - ADDRESS

The initial street address of the principal office of the corporation is to be at 1614 Cole Road, Orlando Florida 32803. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VI - DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the Bylaws. The shareholders shall have the right and power at any regular or special meeting to remove any director of the corporation with or without cause.

ARTICLE VII - INITIAL DIRECTOR

The name and post office address of the initial director who shall hold office until his successors are elected and have qualified, is as follows:

Richard N. Stevens
1614 Cole Road
Orlando, Florida 32803

ARTICLE VIII - INCORPORATOR

The name and post office address of the incorporator of these Articles of Incorporation is:

Richard N. Stevens
1614 Cole Road
Orlando, Florida 32803

INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent of this corporation is Richard N. Stevens, whose address is 1614 Cole Road, Orlando, Florida 32802.

The undersigned incorporator has executed these Articles of Incorporation this 2nd day of October, 1996.

A handwritten signature in dark ink, appearing to read 'Richard N. Stevens', is written over a horizontal line.

Richard N. Stevens

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

FILED

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 DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

96 OCT 10 AM 9:48

STATE
FLORIDA

- (1) The Name of the corporation is: **Coffee Talk Cafe, Inc.**
- (2) The name and address of the registered agent and office is:

**Richard N. Stevens
1614 Cole Road
Orlando, Florida 32803**

Having been named as the 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.



Richard N. Stevens

10/7/96

(Date)