

P 000000 84096

TRANSMITTAL LETTER

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

EFFECTIVE DATE  
8-29-00

300003365103-2  
-08/21/00-01015-004  
\*\*\*122.50 \*\*\*\*\*78.75

SUBJECT: 1st Tee Cafe, Inc.  
(Proposed corporate name - must include suffix)

300003365103-2  
-08/21/00-01015-004  
\*\*\*122.50 \*\*\*\*\*78.75

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: Kathy Howell/AccountAbility of Brevard  
Name (printed or typed)

2036 Abalone Avenue  
Address

Indialantic, FL 32903  
City, State & Zip

(321) 727-1005, ext. 122  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 SEP -6 PM 1:47

FILED

F. CHESSER SEP 6 2000

W 20803

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

00611-619



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 24, 2000

KATHY HOWELL  
ACCOUNTABILITY OF BREVARD  
2036 ABALONE AVE  
INDIALANTIC, FL 32903

SUBJECT: 1ST TEE CAFE, INC.  
Ref. Number: W00000020803

We have received your document for 1ST TEE CAFE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 700A00045358

**ARTICLES OF INCORPORATION  
OF  
1<sup>ST</sup> TEE CAFÉ, INC.**

**EFFECTIVE DATE**  
8-29-00

ARTICLE I - NAME

The name of this corporation is 1<sup>ST</sup> TEE CAFÉ, INC. located at 595 Perrine Avenue NE, Palm Bay, FL 32907.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the date of subscription and knowledge hereof as provided by Florida Statute 607.0203.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire, and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 595 Perrine Avenue NE, Palm Bay, FL 32907, and the name of the initial registered agent of this corporation at the address is Donald J. Maluccio.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be wither increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

NAME	ADDRESS
Donald J. Maluccio	595 Perrine Avenue NE Palm Bay, FL 32907

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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#### ARTICLE VIII – INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

Donald J. Maluccio

595 Perrine Avenue NE  
Palm Bay, FL 32907

#### ARTICLE IX – BYLAWS

The power to adopt, alter, amend or appeal Bylaws shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE X – APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### ARTICLE XI – COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

#### ARTICLE XII – INDEMNIFICATION

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

#### ARTICLE XIII – AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XIV – I.R.C. SECTION 1244 STOCK

It is the intent of the Incorporator to qualify the shares issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986.

ARTICLE XV - AFFILIATED TRANSACTIONS

This corporation expressly elects not to be governed by the provisions of Florida Statute Section 607.08901 regarding affiliated transactions. IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29<sup>th</sup> day of ~~July~~ aug 2000.

  
\_\_\_\_\_  
Donald J. Maffuccio

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statute, the following is submitted in compliance with said  
act:

First, that 1<sup>st</sup> Tee Café, Inc., desiring to organize under laws of the State of Florida, with its  
principal office as indicated by the laws of the State of Florida, with its principal office as indicated by the  
Articles of Incorporation in the City of Palm Bay, County of Brevard, State of Florida, has named Donald  
J. Maluccio, 595 Perrine Avenue NE, Palm Bay, FL 32907 as its agent to accept service of process within  
this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at the place  
designated in this Certificate, I hereby accept to act relative to keeping open said office.

  
Donald J. Maluccio

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 SEP -6 PM 1:47

FILED