

**P000000012972**

Florida Department of State  
Division of Corporations  
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To:

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**FLORIDA PROFIT CORPORATION OR P.A.**

**BETSY ROSS LOUNGE & RESTAURANT CORP.**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF  
BETSY ROSS LOUNGE & RESTAURANT CORP.**

**ARTICLE I**

**NAME:**

The name of this corporation is:

**BETSY ROSS LOUNGE & RESTAURANT CORP.**

**ARTICLE II**

**PURPOSE:**

This corporation may engage in any lawful business for which a corporation may be incorporated in the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of common stock of \$0.01 par value each.

**ARTICLE IV**

**PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

**ARTICLE VI**

**MAIN PLACE OF BUSINESS, INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office, and mailing address of the Corporation is: 2134 N.W. 99th Avenue, Miami, Florida 33172, and the registered agent is: Angel Francisco Córdon, Esquire, at the aforementioned address.

**ARTICLE VII**

**BOARD OF DIRECTORS**

The corporation shall have the number of directors specified in the by-laws. The number of directors may be either increased or decreased from time to time, in the manner provided in the by-laws.

This corporation reserves the rights granted by Section 607.0732(1)(a) of The Florida Statutes, as presently enacted, of eliminating the board of directors or of restricting its discretionary powers.

**H00000005820**

Prepared by:

Angel F. Córdon, Esq.  
2134 NW 99th Avenue  
Miami, Florida 33172  
Office Number: 305-584-8873  
Bar Number: 0018888

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**H00000005820****ARTICLE VIII  
INCORPORATORS**

The names and addresses of the persons signing these articles are:

Name

Angel Francisco Córdon

Street Address:

2134 N.W. 99th Avenue

Miami, Florida 33172

**ARTICLE IX  
OFFICERS**

This corporation shall have the officers described in its by-laws or appointed by the board of directors in accordance with the by-laws.

A duly appointed officer of this corporation may appoint one or more assistant officers to help the officer so-appointing in such officer's functions.

**ARTICLE X  
BY-LAWS**

The power to adopt, alter, amend or repeal by-laws, shall be vested in the Board of Directors.

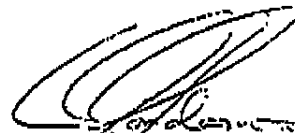
The power to adopt initial by-laws corresponds to the incorporators, or to the first Board of Directors. The power to amend the initial by-laws corresponds to the Board of Directors, but only the shareholders may adopt emergency by-laws.

This corporation may give oral notice in any case where notice to shareholders, directors or officers is required or convenient, but notice to this corporation shall always be in writing, in the manner set forth in Section 607.0141 of the Florida Statutes as presently enacted.

**ARTICLE XI  
DATE OF COMMENCEMENT**

The effective date of this corporation is the date of filing by the Secretary of State.

IN WITNESS WHEREOF, the undersigned incorporator has executed The Articles of Incorporation, this 4th day of February 2000.

**H00000005820**

Angel Francisco Córdon, Incorporator

Prepared by:

Angel F. Córdon, Esq.  
2134 NW 99th Avenue  
Miami, Florida 33172  
Office Number: 305-594-8673  
Bar Number: 0018688

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**HAVING BEEN NAMED** To accept service of process for the above stated Corporation at the place designated above, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
REGISTERED AGENT

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