

TRANSMITTAL LETTER

P00000044508

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

SUBJECT: _____

(Proposed corporate name - must include suffix)

300003216683--4

-04/20/00-01063-024

*****78.75 *****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 of Status

☐ \$78.75

Filing Fee

& Certified Copy

☐ \$87.50

Filing Fee,

Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM:

1 From This portion can be removed for filing	
Date	4/19/00
Sender's Name	<i>Luis R. Benitez</i>
Phone	407 894-5000
Company	BENITEZ & BUTCHER PA
Address	1223 E CONCORD ST
City	ORLANDO
State	FL
ZIP	32803
2 Your Internal Billing Reference <i>Chris Cool - Acl - Air</i>	

Daytime Telephone number

00 APR 20 PM 3:19

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

624

W00-10788

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

gf 5/3/00



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR 20 PM 3:19

FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 25, 2000

BENITEZ & BUTCHER, PA
1223 E CONCORD STREET
ORLANDO, FL 32803

SUBJECT: GREEK FLAME TAVERNA, INC.
Ref. Number: W00000010788

We have received your document for GREEK FLAME TAVERNA, INC..
However, the document has not been filed and is being returned for the following:

The document must have original signatures.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 000A00022509

EFFECTIVE DATE

04/19/00

ARTICLES OF INCORPORATION
OF
Greek Flame Taverna, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR 20 PM 3:19

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation of such corporation:

ARTICLE ONE

The name of this corporation is *Greek Flame Taverna, Inc.* The principal place of business of the Corporation is 1560 North State Road 436, Winter Park, Seminole County, Florida 32792.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

The corporation is authorized to issue five hundred (500) shares of capital stock, all of one class, at One Dollar (\$1.00) par value. The designations, voting powers, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions of the above stock are as follows:

- (1) The holders of the Common Stock are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the shareholders.
- (2) In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the Corporation, after distribution in full of the preferential

ARTICLES OF INCORPORATION of *Greek Flame Taverna, Inc.*

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amounts, if any, to be distributed to the creditors and holders of shares of preferred stock, if any such stock shall be authorized herein and issued, the holders of Common Stock shall be entitled to receive all of the remaining assets of the Corporation of whatever kind available for distribution to shareholders ratably in proportion to the number of shares of Common Stock held by them respectively. The shareholders may distribute in kind to the holders of Common Stock such remaining assets of the Corporation or may sell, transfer or otherwise dispose of all or any part of such remaining assets to any other corporation, trust or other entity and receive payment therefor in cash, stock or obligations of such other corporation, trust or other entity, or any combination thereof, and may sell all or any part of the consideration so received and distribute any balance thereof in kind to holders of Common Stock. The merger or consolidation of the Corporation into or with any other corporation, or the merger of any other corporation into it, or any purchase or redemption of shares of stock of the Corporation of any class, shall not be deemed to be a dissolution, liquidation or winding up of the Corporation for the purposes of this paragraph.

(3) Each holder of Common Stock has one vote with respect to each share of stock held by him of record on the books of the Corporation on all matters voted upon by the shareholders.

(4) The private property of the shareholders of this Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription of shares.

(5) Any person, upon becoming the owner or holder of any shares of the Common Stock or other securities having voting rights issued by this Corporation ("shareholder"), does

ARTICLES OF INCORPORATION of *Greek Flame Taverna, Inc.*

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thereby consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged, or repealed by legislative enactments of the State of Florida, or of the United States, hereinafter adopted which have reference to or affect corporations, such securities, or such persons if any; and that the Corporation reserves the right to transact any business of the Corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted or allowed by such legislative enactments.

ARTICLE FIVE

The name and mailing address of the incorporator of this Corporation is as follows:

Name	Address
Fotine Chrissanthidis	12178 Graduate Drive Orlando, Florida 32826

The power of the incorporator shall terminate upon the filing of the Articles of Incorporation of the Corporation with the office of the Secretary of State of Florida.

ARTICLE SIX

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, its shareholders. In furtherance and not in limitation of the general and specific powers and rights granted and conferred by the General Corporation Act of Florida, the shareholders are expressly authorized:

- (1) To make, alter or repeal the By-laws of the Corporation.
- (2) To set apart out of any of the funds of the Corporation available for

ARTICLES OF INCORPORATION of *Greek Flame Taverna, Inc.*

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dividends as reserve or reserves for any proper purpose and to abolish any reserve in the manner in which it was created.

(3) When and as authorized by the shareholders in accordance with statute, to sell, lease or exchange all or substantially all of the property and assets of the Corporation, including its goodwill and its corporate franchises, upon such terms and conditions and for such consideration, which may consist in whole or part of money property including shares of stock in, and/or other securities of, any other corporation or corporations, as the shareholders shall deem expedient and for the best interests of the Corporation.

Any action required to be taken by the shareholders shall be taken in conformity with these Articles and the By-Laws to be promulgated.

(a) QUORUM AND VOTING: A majority of the outstanding shares of all stock entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of a majority of the outstanding shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders. Shareholders shall be deemed present at any meeting if a conference by telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used, so long as all parties to the communication are aware that the shareholders' meeting is called to order.

(b) INFORMAL ACTION: If all shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writing or writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid

ARTICLES OF INCORPORATION of *Greek Flame Taverna, Inc.*
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as though it had been authorized at a meeting of the shareholders.

ARTICLE SEVEN

The books of the Corporation may be kept (unless prohibited by law) outside the State of Florida, at such place or places as may be designated from time to time by the shareholders or in the By-laws of the Corporation.

ARTICLE EIGHT

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

ARTICLE NINE

The date the corporate existence of this corporation shall commence shall be April 19, 2000.

ARTICLE TEN

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true and accordingly hereunto sets his hand and seal.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on April 19, 2000.

ARTICLES OF INCORPORATION of *Greek Flame Taverna, Inc.*

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR 20 PM 3: 19

Fotine Chrissanthis
Fotine Chrissanthis, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

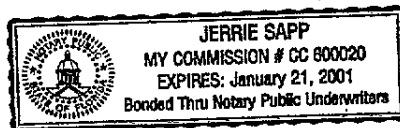
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared to me Fotine Chrissanthis, who is personally known to me and who did take an oath, and who executed the foregoing Affidavit and she acknowledged before me that she executed the same freely and voluntarily and that the facts contained therein are true and correct.

WITNESS my hand and official seal in the County and State last aforesaid on April 19,

2000.

Jerrie Sapp
NOTARY PUBLIC

Jerrie Sapp
Printed or typed name of Notary



(SEAL)

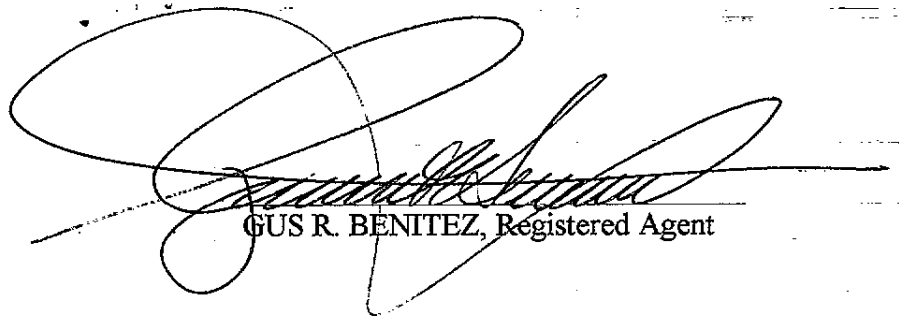
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with the Florida Business Corporation Act, the following is submitted:

Greek Flame Taverna, Inc., with its place of business at 1560 North State Road 436, Winter Park, Seminole County, Florida 32792, has named Gus R. Benitez, Esquire, 1223 E. Concord Street, Orlando, Orange County, Florida 32803, as its agent to accept service of process within Florida.

Having been named to accept service of process for *Greek Flame Taverna, Inc.*, at the place designated in this certificate, 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, and I accept the duties and obligations of the Florida Business Corporation Act.

Dated on April 19, 2000.



GUS R. BENITEZ, Registered Agent

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DIVISION OF CORPORATIONS
00 APR 20 PM 3:19