

Charter Number Only

0000056784

Registrant's Name

Address

City

State

ZIP

Phone

ATION ONLY

CORPORATION(S) NAME

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TROPICAL BISTRO, INC.

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ARTICLES OF INCORPORATION

**OF
TROPICAL BISTRO, INC.**

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

ARTICLES 1: NAME

The name of the corporation shall be Tropical Bistro, Inc.

ARTICLE II: THE PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be 940 Park Avenue, Lake Park, Florida

ARTICLE III : NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE V: ADDRESS

The street address of the initial registered office of the corporation shall be 940 Park Ave, Lake Park, Florida and the name of the initial Registered Agent for the corporation at that address is Augustus D. Blake.

ARTICLE VI: SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VII: TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VIII: LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or

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of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnity shall be inclusive of any other rights to which any director, stockholder or office may be entitled as a matter of law.

ARTICLE IX: SELF DEALING

No contact or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors of officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE X: DIRECTORS

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Name

Address:

Agustus DERRICK BLAKE 1630 EMBASSY DR #103 ^{FL} 33401

Lorna Walker

1630 Embassy Dr. #103, W.P.B. 33401

ARTICLE XI: INCORPORATOR

The name and address of the incorporator is Agustus D. Blake, 1630 Embassy Drive, Apt. 103, West Palm Beach, Fl. 33401.

IN WITNESS WHEREOF, the undersigned has executed these Article of Incorporation on this 12 day of JUNE, 2000.

Agustus D. Blake
Incorporator and Director

Lorna Walker
Director

STATE OF FLORIDA
COUNTY OF PALM BEACH

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.

First that TROPICAL BISTRO, INC desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named Augustus D. Blake located at West Palm Beach, County of Palm Beach, State of Florida, as its agent to accept services of process within the state.

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

AGUSTUS D. BLAKE
Registered Agent

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