

P000000 65025

WILBERT HO-YEN
6771 AZALEA DRIVE
MIRAMAR, FLORIDA 33023
(954) 964-4592

300003311133--4
-07/03/00--01071--016
*****78.75 *****78.75

June 16, 2000

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

Re: Articles of Incorporation for
Tropical Oasis Café, Inc.

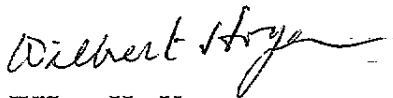
Dear Sir/Madam:

Enclosed please find an original and (1) copy of Articles of Incorporation for Tropical Oasis Café, Inc. Also enclosed is a check made payable to Florida Department of State in the amount of \$78.75 to cover the charges of Filing Fees (\$35); Registered Agent Designation (\$35) and Certified Copy (\$8.75).

If there is a problem with my application you may leave contact me at the above phone number or leave a message at (954) 964-4592.

Thank you in advance for your attention and cooperation in this matter.

Sincerely,



Wilbert Ho-Yen

WH:as
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL -3 PM 12:21

FILED

F. G. HENDERSON JUL 5 2000

ARTICLES OF INCORPORATION
OF
TROPICAL OASIS CAFÉ, INC.

FILED
00 JUL 23 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

The name of this corporation is **TROPICAL OASIS CAFÉ, INC.** (the "Corporation"). The address of the principal office and the mailing address of the Corporation is 6771 Azalea Drive, Miramar, Florida 33023.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

Name

Address

Wilbert Ho-Yen

6771 Azalea Drive
Miramar, Florida 33023

ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of **one person**. The number of directors may be increased and thereafter either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The name and address of the sole member of the initial Board of Directors of the Corporation is:

Name

Address

Wilbert Ho-Yen

6771 Azalea Drive
Miramar, Florida 33023

ARTICLE VII - INCORPORATOR

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

Name

Address

Wilbert Ho-Yen

6771 Azalea Drive
Miramar, Florida 33023

ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

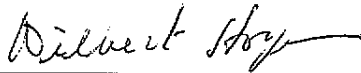
ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

ARTICLE X - AMENDMENT

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 20th day of June, 2000.



Wilbert Ho-Yen, Incorporator

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL -3 PM 12:21

FILED

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.



Wilbert Ho-Yen, Registered Agent