

PO1000035636

TRANSMITTAL LETTER

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

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-04/04/01--01055--005
*****78.75 *****78.75

SUBJECT: KYOTO JAPANESE CUISINE, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Calixto Bautista
Name (Printed or typed)

8149 Justin Rd South
Address

Jacksonville FL 32210
City, State & Zip

(904) 781-0610
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR -4 AM 11:52

FILED

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

g4/9

**ARTICLES OF INCORPORATION
OF
KYOTO JAPANESE CUISINE, 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.

ARTICLE I NAME

The name of the corporation shall be Kyoto Japanese Cuisine, Inc.

ARTICLE II NATURE OF BUSINESS

The primary purpose of this corporation are as following:

1. Restaurant and food related services.
2. Engage in or transact any and all lawful activities or business permitted under the laws of the United States, the States of Florida, or any other state, county, territory on nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 8149 Justin Road South and the name of the initial Registered Agent for the corporation at that address is Calixto M. Bautista.

ARTICLE V SPECIAL PROVISIONS

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

ARTICLE VI TERM OF EXISTENCE

This corporation shall exit perpetually.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his/her 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/her being or having been a director, stockholder or officer of corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by the law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled, as a matter of law.

ARTICLE VIII

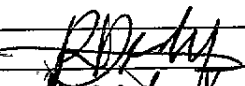
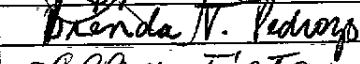
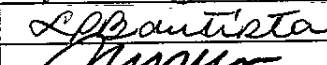
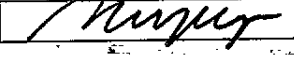
SELF DEALING

No contract 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 such contract, act or transaction, or are 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 corporation may vote upon any transaction with the corporation without regard to the fact that he/she is also a director of such subsidiary or corporation.

ARTICLE IX

DIRECTORS

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

Directors & Shareholders:	Shares of Ownerships:	Shareholders' Signature
Calixto M. Bautista, President		
Richard V. Pedrozo, Vice President	2,500 or 25%	
Brenda V. Pedrozo, Secretary & Treasury	4,000 or 40%	
Leticia P. Bautista, Director	2,500 or 25%	
Melvin V. Pedrozo, Director	1,000 or 10%	

ARTICLE X

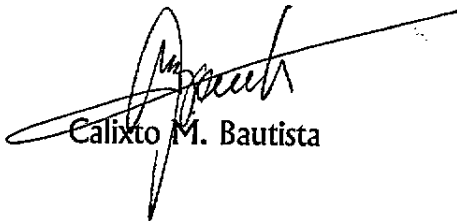
CORPORATORS

The name and address of the incorporator are:

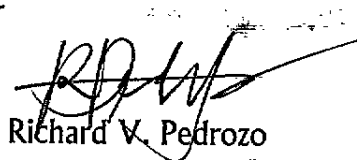
Calixto M. & Leticia P. Bautista, Brenda V. Pedrozo and Melvin V. Pedrozo, 8149 Justin Road South; Jacksonville, FL 32210; Richard V. Pedrozo, 8502 Blazing Star Ct; Jacksonville, FL 32210.

IN WITNESS WHEREOF, the undersigned has hereunto set their hand and seal on this 2nd day of April 2001.

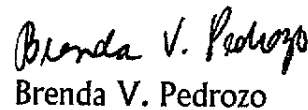
Incorporator:


Calixto M. Bautista

Incorporator:


Richard V. Pedrozo

Incorporator:


Brenda V. Pedrozo

Incorporator:


Leticia P. Bautista

Incorporator:


Melvin V. Pedrozo

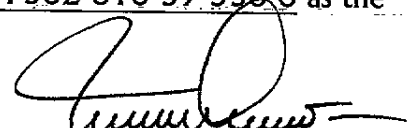
STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was executed and acknowledged before me on this 2nd day of, April 2001, Calixto M. & Leticia P. Bautista, Richard V. Pedrozo, Brenda V. Pedrozo and Melvin V. Pedrozo whose have produced ID: B323-113-48-247-0, B323-535-50-709-0, P362-758-58-011-0, P362-078-52-824-0 and P362-618-59-350-0 as the identification and did take an oath.



Phuonganh Thi Nguyen
MY COMMISSION # CC972327 EXPIRES
October 3, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

(SEAL)


Notary Public PHUONGANH NGUYEN
State of FLORIDA
My Commission Expires 10/3/04

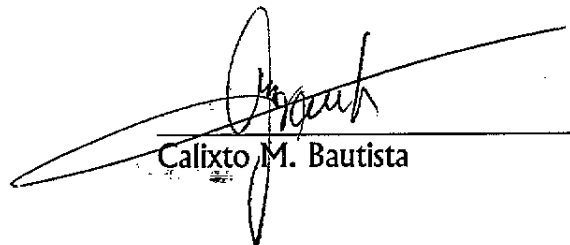
DESINATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida, a corporation organizing under the laws of the State of Florida, with its principal office located at 8149 Justin Road South; Jacksonville, FL 32210 has named Calixto M. Bautista whose address is 8149 Justin Road South; Jacksonville, FL 32210, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:


Calixto M. Bautista

STATE OF FLORIDA
COUNTY OF DUVAL

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01 APR -4 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

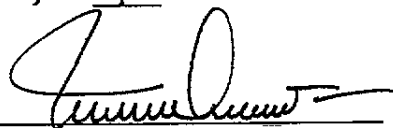
BEFORE ME, the undersigned authority, this day personally appeared Calixto M Bautista, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that she has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 2nd day of April 2001.



Phuonganh Thi Nguyen
MY COMMISSION # CC972327 EXPIRES
October 3, 2004
BONDED THRU TROY FAIR INSURANCE, INC

(SEAL)


Notary Public
State of FLORIDA
My Commission Expires: 10/3/04