

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PD1000048424

DI Monte & Associates, Inc.

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-05/14/01--01062--020
*****78.75 *****78.75

FILED
MAY 14 PM 2:07
TALLAHASSEE, FLORIDA

- ☒ Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
MAY 14 PM 12:36
NOT RECORDED
TO AGENCY OF FILING

W01-10877

Signature _____

Requested by: *[Signature]*

Name _____

Date *5/14*

Time *11:50*

Walk-In _____

Will Pick Up _____

J. BRYAN MAY 14 2001

J. BRYAN MAY 15 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 14, 2001

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST., STE. 1
TALLAHASSEE, FL 32301

SUBJECT: DI MONTE & ASSOCIATES, INC.
Ref. Number: W01000010877

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

We have received your document for DI MONTE & ASSOCIATES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A corporation may not serve as its own registered agent. Please designate an individual or another active entity filed or registered with this office, having a Florida street address.

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) 487-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 501A00029248

RECEIVED
01 MAY 15 AM 11:24
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
DI MONTE & ASSOCIATES, INC.**

FILED
01 MAY 14 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**The undersigned subscribers to these Articles of
Incorporation, hereby form a corporation under the laws of the State of Florida.**

ARTICLE I. NAME

The name of this corporation is:

DI MONTE & ASSOCIATES, INC.

ARTICLE II. PURPOSE

**This corporation is organized for the purpose of transacting any or all
lawful business and the general nature of the businesses to be transacted by this
corporation shall include, but not limited to:**

- (a) Operation of a restaurant.**
- (b) To manufacture, purchase, or otherwise acquire, and to own,
mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in,
trade in, deal in and with goods, wares, merchandise, real and personal property,
and services of every class, kind and description.**

(c) To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida, and in all other states, districts, territories, countries or colonies.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property of other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any corporation and engage in the same or other character of business.

(f) To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital

stock, scrip, warrants, rights, debentures, notes, trusts, receipts, and other securities, obligations, chooses in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality, or other political subdivision or by a governmental agency, and as owner thereof to possess and exercise all the rights, power and privileges of ownership, including the right to execute consents and note thereon, and to do any all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

(g) In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under its laws, and to any or all things hereinbefore set forth to the same extent as natural persons might or could do.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7500 shares of common stock with a par value of \$1.00

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purposes.

The capital stock is being issued pursuant to section 1244 of the Internal Revenue Code, the pertinent provisions of which are hereby incorporated herein reference and made a part hereof.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V.
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The street address of the initial registered offices of this corporation is 4271 Bonita Beach Road, Bonita Springs, Florida 34134 and the name of the initial registered agent of this corporation at that address is Vincenzo De monte. The Board of Directors may, from time to time, move the registered office to any other addresses in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have (1) director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or

omitted by him as such director or officer, and shall reimburse each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract of other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact he or such firm so interested shall be disclosed or shall

have been known to the Board of directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation may vote at said meeting to authorize any such contract or transaction, with like force and effect as if he were not a director or officer of the other corporation(s) or not so interested.

ARTICLE VII. INITIAL DIRECTOR AND OFFICERS

The name and street address of the initial directors and initial officers of this corporation are:

Vincenzo Demonte (President/Secretary/Director)
4271 Bonita Beach Road
Bonita Springs, Florida 34134

ARTICLE VIII. INCORPORATORS

**The name and street address of the Incorporator, being subscriber
of these Articles of Incorporation is:**

**Vincenzo Demonte
4271 Bonita Beach Road
Bonita Springs, Florida 34134**

ARTICLE IX. CORPORATION'S PRINCIPAL OFFICE

**The office of the registered agent and principal office of the corporation
4271 Bonita Beach Road
Bonita Springs, Florida 34134**

**The undersigned incorporator has subscribed to these Articles of
Incorporation this 3rd of April 2001.**

 
VINCENZO DEMONTE

DI MONTE & ASSOCIATES, INC.

**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 SECTION 48.091 FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:**

**FIRST--THAT DI MONTE & ASSOCIATES, INC. DESIRING TO
(Name of Corporation)**

**ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA,**

**WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF BONITA
SPRINGS (City)**

**STATE OF FLORIDA, HAS NAMED VINCENZO DEMONTE
(Name of Registered Agent)**

**LOCATED AT 4271 BONITA BEACH ROAD CITY OF BONITA SPIRNGS
(Street Address and Number of Building) (City)
(P.O. Box Addresses are not acceptable)**

**FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.**

SIGNATURE *Vincenzo Demonte*
TITLE *President*
DATE *4/30/07*

FILED
01 MAY 14 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE-STATED CORPORATION, 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.**

SIGNATURE *Vincenzo Demonte*
DATE *4/30/07*