

TRANSMITTAL LETTER
P010000080140

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

SUBJECT: JI's STOP & GO MARKET, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

900004528529--4
-08/10/01--01049--016
*****78.75 *****78.75

Enclosed are 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: JUTHLAUDE ANASTASE
Name (Printed or typed)

22195 SW 65 TERRACE
Address

BOCA RATON, FL 33428
City, State & Zip

(561) 883-3387
Daytime Telephone number

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

FILED
01 AUG 10 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-15-01
102

**Article of Incorporation
Of
JJ's Stop & Go Market, Inc.**

FILED
01 AUG 10 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida business corporation Act, hereby adopt the following articles of incorporation.

Article I - Name

The name of the corporation shall be JJ's Stop & Go Market, Inc.

Article II - Principal Office

The principal place of business and mailing address of this corporation shall be:

2025 N Dixie Hwy - Pompano Beach, Fl 33060

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Existence

This corporation shall commence its existence effective upon receipt of these articles of incorporation.

Article V - Capital Stock

This corporation is authorized to issue five hundred (1000) shares of one (1) dollar par value common stock which shall be designated "Common Shares".

Article VI - Initial Board of Directors

The corporation shall initially have two (2) directors to hold office until the first annual meeting of stockholders, and their successors shall have duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time according to the By-laws. The name and address of the director is as follows:

Juthlande AnastasE 22195 SW 65 Terrace, Boca Raton, Fl
33428

Julnot AnastasE 22195 SW 65 Terrace, Boca Raton, Fl
33428

**ARTICLE VII.
SHAREHOLDERS' AGREEMENTS**

The Corporation and its common Shareholders, or the Shareholders of the Corporation among themselves, may enter into any agreements restricting the transferability, assignment, encumbrance or pledge of the stock of this Corporation, whether voluntarily. Any such agreements may confer upon the Corporation or the Shareholders, or both, the option of the first refusal or mandatory purchase in the event any Shareholder desires to transfer, assign, encumber or pledge his stock, with or without a consideration. Any such agreements may include such restrictions during the lifetime of any Shareholders or upon the death or legal incompetence of any Shareholders. Excepting as otherwise provided by law, and not in contravention thereof, nothing contained in these Articles of Incorporation or By-Laws of the Corporation shall be construed as authorizing a transfer of such Stock upon the books of the Corporation in violation of any such agreement.

**Article VIII
DIVIDENDS**

Dividends may be paid to Shareholders out of unreserved capital and unrestricted earned surplus of the Corporation. A Director shall not be liable for dividends illegally declared, distributions illegally made to Shareholders, or any other action taken by reliance in good faith upon the financial statements of the corporation represented to him to be correct by correct by an Officer having charge of its books of accounts or a financial statements certified by a Certified Public Accounts to fairly reflect the financial condition of the Corporation, unless such act shall be determined to be willful or negligent; nor shall he be liable, if, in good faith, in determining the amount available for dividends or distribution, he considers the assets to be of their book value.

ARTICLE IX
INDEMNIFICATION OF DIRECTORS AND OFFICERS

The corporation shall indemnify any director or Officers made a party to any action, suit or proceeding against or the right of the Corporation to procure a Judgment in its favor by reason of his being or having been a Director or Officer of the Corporation, or a Director or a Officer of any other Corporation which he served as such at the request of the Corporation, against the reasonable expenses, including but not limited to attorney's fees, actually and necessarily incurred by him in connection with the defense(s) or settlements of such action, suit or proceeding, or in connection with an appeal thereon, except in relation to matters as to which such Director or Officer may be adjudged to have been guilty of negligence of malfeasance in the discharge of his duties to the Corporation.

Furthermore, the Corporation shall indemnify any Director, Officer, employee, or agent of the Corporation for all such acts and circumstances provided for in Florida Statutes, and upon determination by the Board of Directors, the Corporation shall provide insurance against loss to the Corporation for such indemnification as provided by such Law.

ARTICLE X
DIRECTORS' LIABILITY

No director shall be held liable or responsible for action taken by the Board of Directors acting under the provisions or in the manner authorized by these Articles of Incorporation or the By-Laws of the Corporation, nor for action taken by the Board of Directors in reliance on reasonable ground or probable cause for believing that the Board is acting under the provisions of or in the manner authorized by the Articles of Incorporation or By-Laws. The defense of any legal, equitable or other action taken by the Board of Directors, shall be conducted by counsel for the Corporation, unless the action, suit or proceeding is brought by or on behalf of the Corporation, then, in that event, the defense shall be conducted by outside counsel reasonably designated by the director(s) whose expenses, including, but not limited to, expenses incurred

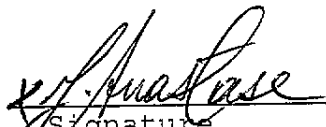
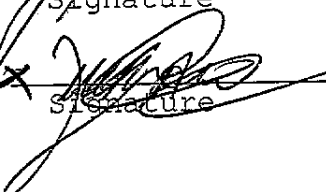
in the course of attending trials, conferences, depositions, hearing and meeting, shall be paid by the Corporation, and in the event of a Judgment or Decree being rendered against any Director, the Corporation shall indemnify and save him harmless, subject to the provisions of Article IX.

Article XI - Initial Registered Agent

The name of the initial registered agent is Juthlande Anastasse and the address is 22195 SW 65 Terrace, Boca Raton, Fl 33428.

Article XII - Incorporators

The name of the persons signing these articles of Incorporation are:

<u>JUTHLANDE ANASTASSE</u>	<u></u>	<u>8-9-01</u>
Print Name	Signature	Date
<u>JUTHLANDE ANASTASSE</u>	<u></u>	<u>8-9-01</u>
Print Name	Signature	Date

Article XIII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

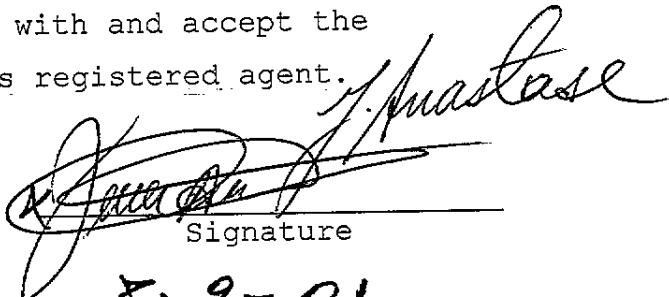
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED**

In compliance with section 607.0501, Florida statutes, the undersigned corporation, organized under the law of the state of Florida, submits the following statement designating the registered office/registered agent, in the state of Florida.

The corporation JJ'S Stop & Go Market, Inc., desiring to organize or qualify under the laws of the state of Florida, has named Juthlande Anastase at 22195 SW 65 Terrace Boca Boca Raton, Fl 33428, as agent to accept service of process within 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. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Signature

8-9-01
Date