

# P0200000/2604

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**IRB**  
INTERNATIONAL RESEARCH BUREAU, INC.  
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

- |    |                        |              |
|----|------------------------|--------------|
| 1. | <u>Fuji Sushi, Inc</u> |              |
|    | (Corporation Name)     | (Document #) |
| 2. |                        |              |
|    | (Corporation Name)     | (Document #) |
| 3. |                        |              |
|    | (Corporation Name)     | (Document #) |
| 4. |                        |              |
|    | (Corporation Name)     | (Document #) |

RECEIVED  
02 FEB -4 PM 2:22  
DIVISION OF CORPORATION

- ☒ Walk in    ☒ Pick up time 4pm    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☒ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

*Corporate Filings*

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark

J. BRYAN FEB 4 2002

Examiner's Initials

ARTICLES OF INCORPORATION

OF

FUJI SUSHI, INC.

**FILED**  
02 FEB -4 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of the Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME OF THE CORPORATION

The name of this Corporation shall be FUJI SUSHI, INC.

ARTICLE II

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and of this State.

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## **ARTICLE IV**

### **AUTHORIZED SHARES**

**Number:** The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock.

**Initial issue:** 100 shares of the Capital Stock of the Corporation shall be issued for adequate consideration in the following manner:

<b>TULU BHUIYAN</b>	<b>Thirty-Three and 33/100 (33 1/3) Shares</b>
<b>NABANI D. HOWLADER</b>	<b>Thirty-Three and 33/100 (33 1/3) Shares</b>
<b>MOHAMMED MIZANUR RAHMAN</b>	<b>Thirty-Three and 33/100 (33 1/3) Shares</b>

**Dividends:** The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

**No Classes of Stock:** The shares of the Corporation are not to be divided into classes.

## **ARTICLE V**

### **REGISTERED OFFICE AND AGENT**

The initial street address in Florida of the initial registered office of the Corporation is **1449 Lee Road, Winter Park, Florida 32789**, and the name of the initial registered agent at such address is **TULU BHUIYAN**.

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**ARTICLE VI**

**PRINCIPAL OFFICE**

The Principal Office of the corporation shall be 1449 Lee Road, Winter Park, Florida 32789.

**ARTICLE VII**

**BOARD OF DIRECTORS**

This corporation shall have Three (3) Directors constituting the initial Board of Directors. The Directors need not be a resident of the State of Florida or Shareholders of the corporation.

Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business. Only a majority act of the Directors shall constitute an act of the Board of Directors.

The name and address of the person(s) who shall serve as Director(s) until Their successors shall have been elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
TULU BHUIYAN	530 Highland East Altamonte Springs, Florida 32701
NABANI D. HOWLADER	1205 Richmoor Circle Orlando, Florida 32807
MOHAMMED MIZANUR RAHMAN	831 Ponderosa Pine Court Orlando, Florida 32825

**ARTICLE VIII**

**INCORPORATOR**

The names and addresses of the initial incorporator is as follows:

NAME

ADDRESS

**TULU BHUIYAN**

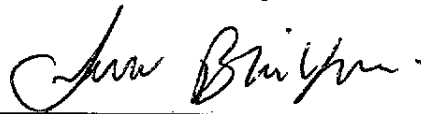
530 Highland East  
Altamonte Springs, Florida 32701

**ARTICLE IX**

**PREEMPTIVE RIGHTS OF SHAREHOLDERS**

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money, or property or services from time to time, in addition to that stock authorized by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange County, Florida on this 31<sup>st</sup> day of January, 2002.

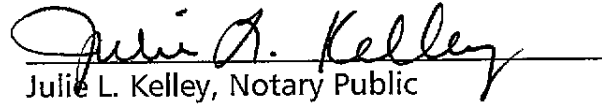


**TULU BHUIYAN**

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 31<sup>st</sup> day of January, 2002, by **TULU BHUIYAN**, who has produced a driver's license as identification or who is personally known to me.



Julie L. Kelley, Notary Public

Commission No.

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN  
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

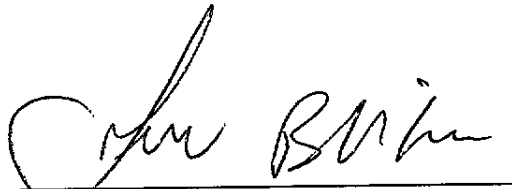
In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **FUJI SUSHI, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1449 Lee Road, Winter Park, Orange County, State of Florida, has named **TULU BHUIYAN** located at **530 Highland East, Altamonte Springs, Florida 32701**, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date: January 31, 2002

  
\_\_\_\_\_  
TULU BHUIYAN

**FILED**  
02 FEB -4 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA