# CAPITAL CONNECTION, INC. et, Suite 1 • Tallahassee, Florida 32301 1-800-342-8062 • Fax (850) 222-1222 500006918035 -08/06/02--01034--004 \*\*\*\*78.75 \*\*\*\*\*\*\*78。75 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 Signature Fictitious Owner Search\_ Vehicle Search Driving Record\_\_\_ Requested by:

Time

Will Pick Up

Name

Walk-In

UCC 1 or 3 File\_ UCC 11 Search

UCC 11 Retrieval\_

Courier

### **ARTICLES OF INCORPORATION**

and the second s

OF

CLUB PARADISE CAFE INC.

**ARTICLE I - NAME** 

THE NAME OF THIS CORPORATION IS:

**CLUB PARADISE CAFE INC.** 

ARTICLE II - DURATION

THESE ARTICLES OF INCORPORATION SHALL BE EFFECTIVE UPON APPROVAL BY THE SECRETARY OF STATE OF THE STATE OF FLORIDA. THIS CORPORATION IS TO HAVE PERPETUAL EXISTENCE UNLESS SOONER DISSOLVED ACCORDING TO LAW.

### **ARTICLE III - PURPOSE**

TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES.

#### **ARTICLE IV - CAPITAL STOCK**

THE MAXIMUM NUMBER OF SHARES THAT THIS CORPORATION IS AUTHORIZED TO HAVE ANY ONE TIME IS 1000 SHARES OF COMMON STOCK. EACH HAVING THE PAR VALUE OF \$1.00 (ONE DOLLAR) PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH SHARE SHALL BE FIXED BY THE BOARD OF DIRECTORS FROM TIME TO TIME.

#### ARTICLE V - INITIAL CAPITAL

THE AMOUNT OF CAPITAL STOCK WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS ONE THOUSAND DOLLARS (\$1000.00)

## **ARTICLE VI - ADDRESS**

THE INITIAL STREET ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS TO BE AT:

COURTLAND ST. ORLANDO,FL. 32804 (407) 541-0705

#### **ARTICLE VII - DIRECTORS**

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS ADOPTED BY THE SHAREHOLDERS.



## **ARTICLE VIII - INITIAL DIRECTORS**

THE NAME(S) AND ADDRESS(ES) OF THE BOARD OF DIRECTORS AND THE OFFICE(S) HELD UNTIL SUCCESSOR (S) ARE ELECTED AND HAVE QUALIFIED ARE:

NAME	OFFICE_	ADDRESS
CAROLYN CHANG- WRIG	President	COURTLAND ST. ORLANDO,FL. 32804
SHELDRICK HOLMES	VICE PRESIDENT	COURTLAND ST. ORLANDO,FL.32804
ANTONIO GLOVER		COURTLAND ST. ORLANDO, FL. 32804 S)
A	RTICLE IX - SUBSCRIBER(S	

THE NAME AND STREET ADDRESS OF THE SUBSCRIBER (S) OF THESE ARTICLES OF INCORPORATION AND THE NUMBER OF SHARES OF STOCK HE/SHE HAS AGREED TO TAKE IS AS FOLLOWS:

NAME	ADDRESS	SHARES
CAROLYN CHANG- WRIG	COURTLAND ST. ORLANDO,FL. 32804	33
SHELDRICK HOLMES		33
ANTONIO GLOVER		33

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

CAROLYN CHANG- WRIGHT COURTLAND ST. ORLANDO,FL. 32804

## **ARTICLE XI - PRE-EMPTIVE RIGHTS**

EACH SHAREHOLDER OF THE CORPORTION SHALL BE ENTITLED TO FULL PRE-EMPTIVE RIGHTS TO ACQUIRE HIS (HER) PROPORTIONAL PART OF ANY ISSUED, UNISSUED, OR TREASURY SHARES OF THE CORPORATION AT NET ASSET VALUE.

## **ARTICLE XII - AMENDMENT(S)**

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE SHAREHOLDERS AND APPROVED AT A SHAREHOLDER'S MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL OF THE DIRECTORS AND ALL OF THE SHAREHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT TO THESE ARTICLES OF INCORPORATION BE MADE.

ACKNOWLEDGED AND FILED THE FOREGOING ART	
UNDER THE LAWS OF THE STATE OF FLORIDA THIS	
JULY 2002.	
	CAROLYN CHANG- WRIG
STATE OF FLORIDA COUNTY OF ORANGE	
BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO T IN THE STATE AND COUNTY SET FORTH ABOVE, PE CAROLYN CHANG- WRIGHT	ERSONALLY APPEARED
KNOWN TO ME AND KNOWN BY ME TO BE THE PERFOREGOING ARTICLES OF INCORPORATION, AND ME THAT THEY EXECUTED THOSE ARTICLES OF IN	THEY ACKNOWLEDGED BEFORE
IN WITNESS WHEREOF, I HAVE HEREUNTO SET M	Y HAND AND AFFIXED MY
SEAL, IN THE STATE AND COUNTY AFORESAID DAY OF JULY 2002.	THIS <u>23</u>

NOTARY

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN ACCORDANCE WITH SAID ACT:

CLUB PARADISE CAFE INC.

HAVING BEEN ORGANIZED UNDER:
THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AT:

COURTLAND ST. ORLANDO,FL. 32804

IN THE CITY OF ORLANDO FL, COUNTY OF ORANGE, AND IN THE STATE OF FLORIDA, AS INDICATED IN THE ARTICLES OF INCORPORATION, HAS NAMED:

**CAROLYN CHANG- WRIGHT** 

IT'S AGENT TO ACCEPT PROCESS WITHIN THE STATE.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT AND AGREE TO ACT IN SAID CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING SAID OFFICE OPEN.

REGISTERED AGENT CAROLYN CHANG-WRIGHT

NOTARY

