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| PICK-UP WAIT MAIL   |
| (Business Entity Name)                                      |
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12/19/02--01050--002 \*\*78.75



## CHARLES E. LYKES, JR. Attorney-at-Law

General Litigation Practice Civil and Criminal Trials in All Courts Military Courts Martial and Boards Administrative Agency Practice 501 Ft. Harrison Ave., South, Suite 10 Clearwater, Florida 33756-5317 Phone (727) 441-8308 Fax (727) 442-855 email: 1 yksacz (224-62-627)

December 18, 2002

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

SUBJECT:

ROB'S DOGS AND DELI, INC.

Enclosed is an original and one (1) copy of the article of incorporation and a check for:

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

FROM:

Charles E. Lykes, Jr.

Attorney at Law

501 S. Ft. Harrison, Suite 101 Clearwater, FL 33756-5317

727-441-8308

## Articles of Incorporation of ROB'S DOGS AND DELI, INC.

The Applicant, as described below, hereby files these Articles of Incorporation of. The name of the corporation ROB'S DOGS AND DELI, INC.

#### ARTICLE I. DURATION.

The corporation shall be of perpetual existence.

#### ARTICLE II. PURPOSE.

The corporation is organized and authorized to do any lawful business.

## ARTICLE III. PLACE OF BUSINESS AND MAINTENANCE OF OFFICES.

The principal place of business of the corporation is at the address of:

18489 U.S. 19 N., Suite #341 Clearwater, Florida 33764

Within the State of Florida its registered office will be at, and its registered agent will be at that address. By the signature below, the said Robert J. Scali accepts this designation.

#### ARTICLE IV. ISSUE AND RESTRICTION ON TRANSFER OF SHARES.

The corporation shall initially have 10,000 shares of stock with no par value. If a stockholder desires, directly or indirectly, to sell, assign, transfer, pledge as security or in any way dispose of all or a portion of his or her shares of stock, such shareholder (hereinafter called "Transferring Shareholder") shall first serve notice (hereinafter called the "Notice of Proposed Transfer") to that effect upon the Registered Agent of the corporation, stating the number of shares of stock desired to be sold or otherwise transferred and the specific terms of such transfer and offering to transfer such shares of stock or interest therein to the other shareholders in accordance upon the identical terms and conditions as proposed.

The other shareholders shall have the first right to purchase all or any part of the shares of stock, or interest in said stock, so offered by giving Notice of Exercise of Option to Purchase (specifying the number of the shares of stock to which the option is applicable) to the Transferring Stockholder within thirty (30) days (hereinafter referred to as the "thirty- (30-) day option period) after receipt by the Registered Agent of the said Notice of Transfer. The shareholders desiring to exercise such option shall each have a right to purchase the number of such offered shares on a pro rata basis, based upon the proportion of shares that said shareholder already owns when compared with the other shareholders desiring to purchase the shares subject to the Notice of Transfer. In the event any said optioning shareholders desire to purchase less than his or her pro rata portion of such offered shares, the remaining optioning shareholders may then purchase the remaining offered sharesaccording to the ratio of shares held between them before the Notice of Proposed Transfer or as they may otherwise agree among themselves. Any shares not purchased by a shareholder may then be transferred.

### ARTICLE V. OFFICERS TO MANAGE CORPORATION WITHOUT DIRECTORS.

The corporation shall have no directors. The current officers of the corporation are listed below with address:

President/Secretary/Treasurer: Robert J. Scali

13202 Whispering Palms Place #1007

Largo, Florida 33774

Vice President:

is:

Salvatore DeLeo

18675 U.S. 19 N. #371 Clearwater, Florida 33764

#### ARTICLE VI. INCORPORATOR.

The name and address of the incorporator signing these Articles of Incorporation

Robert J. Scali 13202 Whispering Palms Place #1007 Largo, Florida 33774

#### ARTICLE VII. RESERVATION OF RIGHT TO AMEND.

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.

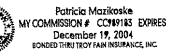
NCORPORATOR

#### STATE OF FLORIDA COUNTY OF PINELLAS

BEFORE ME, AN OFFICER empowered to administer oaths, appeared a person known to me personally to be, who, being duly sworn, deposed and executed the foregoing for the purposes therein expressed this //rel day of 20 424

Notary Public

My Commission Expires: 12-19-04



# ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR ROB'S DOGS AND DELI, INC.

I, Robert J. Scali, whose daytime address is: 18489 U.S. 19 N., Suite #341, Clearwater, Florida 33764 do hereby agree to accept the appointment and designation of registered agent for the corporation known as ROB'S DOGS AND DELI, INC the address provided above.

Robert J. Scali, Registered Agent

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SECRETARY OF STATE
TALL ANASSES STATE