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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

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

SUBJECT:	Jounton a PARAJE	LSELOISES TATE NAME MUST INCL	, M < .	
Enclosed are an orig	(PROPOSED CORPORA ginal and one (1) copy of the ar			
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status	
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	Plantation FC	y, State & Zip	· · · · · · · · · · · · · · · · · · ·	
Daytime Telephone number				

 $\begin{tabular}{ll} \textbf{NOTE:} & \textbf{Please provide the original and one copy of the articles.} \end{tabular}$ 

#### ARTICLES OF INCORPORATION

OF

#### DOWNTOWNE & PARADE ENTERPRISES, INC.

I, the undersigned natural person of the age of twenty-one years, or more, acting as incorporator of a corporation under Section 607.0401 of the Code of Laws of Florida, adopt the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is DOWNTOWNE & PARADE ENTERPRISES, INC., whose office address shall be 600 NW 183<sup>rd</sup>
Terrace, Miami, Florida 33169.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose for which the corporation is organized is as follows:

- a. To engage in the business of selling and merchandizing goods and to secure any and all licenses in furtherance thereof, and all other legal business.
- b. To borrow or raise money for any of the purposes of the corporation, and to issue stocks, bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed, or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage, pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, debentures, notes or other obligations of the corporation for its

corporate purposes.

- c. To carry out any one or more of the purposes and objects herein enumerated as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, partnership, association, or corporation.
- d. To carry on its operations and conduct business in any state, in the District of Columbia, and in any territory, dependency, or possession of the United States, and in any foreign country.
- e. To enter into, make, perform, and carry out contracts of every sort and kind which may be necessary or convenient for the business of this corporation, or business of a similar nature, with any person, corporation, private public or municipal, body politic under the government of the United States or any State, territory, or possession thereof, or any foreign government so far as and to the extent that the same may be done and performed by corporations organized under the Business Corporation Act of the State of Florida.
- f. To do any and all things set forth, and in addition such other acts and things as are necessary or convenient to the attainment of the purposes of this Corporation, or any of them, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a corporation organized under the Business Corporation Act of the State of Florida.
- FOURTH: The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000), with no par value, designated as Common Stock.

FIFTH: The preference, qualifications, limitations, restrictions and special

relative rights in respect to the shares are: None

SIXTH: The corporation will not commence business until at least One

Thousand Dollars (\$1,000.00) has been received by it as consideration

for the issuance of shares.

SEVENTH: The provisions limiting or denying to shareholders the preemptive right

to acquire additional shares of the corporation are: None.

EIGHTH: The shareholders shall have no personal liability and liability shall be

limited to investment.

NINTH: The provisions for the regulation of the internal affairs of the

corporation are contained in the Bylaws.

TENTH: The address, including street and number, of the initial registered office

of the corporation is 600 North Pine Island Road, Suite 450, Plantation,

FL 33326. The initial registered agent for the Corporation at such

address is Franz C. Jobson.

ELEVENTH: The number of directors constituting the initial Board of Directors of

the Corporation are two (2), and the names and address, including

street number, if any, of the persons who are to serve as directors until

the First Annual Meeting of the shareholders or until their successors

are elected and shall qualify are:

NAME

**ADDRESS** 

Gwendolyn T. Pratt-Johnson

25035 SW 123rd Court

Princeton, FL 33032

Michael Johnson

600 NW 183<sup>rd</sup> Terrace Miami, FL 33169

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

INCORPORATOR

Franz debsøn, Esquire

FL Bar # 94500

600 North Pine Island Road

Suite 450

Plantation, FL 33324

(954) 315-0233

1-2-03 Date:

### WRITTEN ACCEPTANCE

I the undersigned agree to act as registered agent for the aforementioned corporation, pursuant to Section 607.0505, Code of Laws of the State of Florida, and accept legal notices and service on behalf of said corporation. It is this 2<sup>nd</sup> Day of January 203.

Eranz Jobson, Esquire FL Bar # 94500

600 North Pine Island Road

Suite 450

Plantation, FL 33324

(954) 315-0233