

PD3000012524

T.L. Coverson e)

9112 Northeast 10 Avenue
M. Shores, Fl. 33138

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

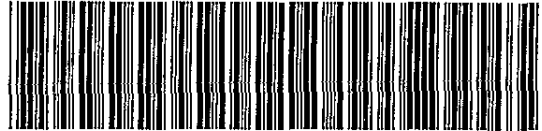
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100010946391

01/27/03--01063--020 **70.00

FILED

03 JAN 27 PM 2:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3m 2/3

FILED
03 JAN 27 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Really Dough Entertainment Group, Inc.

I, the undersigned, hereby form this corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

Really Dough Entertainment Group, Inc.

and its business shall be carried on at 9112 Northeast 10 Avenue; Miami Shores, DADE County, Florida, the United States of America, and any other countries as may be authorized by its Board of Directors.

ARTICLE II

The general nature of the business of the corporation shall be as follows:

A. To do all things authorized by law.

B. To acquire leases and otherwise acquire, own, use and dispose of property of all kinds, real, personal and/or mixed, to borrow money and to give security for same, to give mortgages upon assets of this corporation when deemed by the Board of Directors expedient to do so and for the performance of such other things as the Board of Directors may deem necessary for the furtherance of the interests of this corporation and in the exercise of the powers herein enumerated.

C. To do any and all of the things herein set forth to the same extent as natural persons might or could do as principals, agents, contractors or otherwise, and either alone, or company with others, purchased, hold, and reissue any of the shares of its capital stock. In general, to carry on any other business in connection therewith, whether manufacturing or otherwise not specifically forbidden by the laws of the State of Florida, and with all powers conferred upon corporations by the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock which this corporation shall have outstanding at any time shall be two hundred (200) having a par value of \$1.00 per share, each of which shall be issued fully paid and non-assessable and shall be payable in lawful money of the United States of America or in services or property as a just valuation to be fixed by the Directors of the corporation at the organizational meeting, or any other meeting held for that purpose.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The Board of Directors of this corporation shall consist of three (3) members and may be increased from time to time by the By-Laws.

ARTICLE VI

The business of the corporation shall be conducted by a President, Secretary and Treasurer, and by a Board of Directors mentioned in **Article V**.

ARTICLE VII

Every director, officer, or employee of the corporation shall be indemnified by the corporation against all expenses and liabilities including counsel fees reasonably incurred by or imposed upon him in connection with any proceedings to which he may be made a party, or in which he may become involved, by reason of his being or having been a director, officer, or employee of the corporation or any settlement thereof made with court approval, whether or not he is a director, officer or employee at the time such expenses are incurred, except in such cases wherein the director, officer or employee is adjudged to be liable for negligence or misconduct in the performance of his duties; provided that in the event of a settlement the Indemnification herein shall apply only when the Board of Directors, as well as the court, approves such settlement and reimbursement as being for the best interests of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, or employee may be entitled.

ARTICLE VIII

The names and post office address of the members of the first Board of Directors for the first year of existence for the corporation, or until their successors are elected or appointed and have qualified shall be as follows:


<u>Name</u>	<u>Address</u>
Allen Powell - Secretary	440 Northwest 12 Street Florida City, Fl. 33034
T.L. Coverson - President	9112 Northeast 10 Avenue M. Shores, Fl. 33138
Raynard Harrington-Bey - Treasurer	14125 Southwest 109 Place Miami, Fl. 33176

ARTICLE IX

The name and address of the subscribers to this corporation are:

<u>Name</u>	<u>Address</u>
Allen Powell	440 Northwest 12 Street Florida City, Fl. 33034
T.L. Coverson	9112 Northeast 10 Avenue M. Shores, Fl. 33138
Raynard Harrington-Bey	14125 Southwest 109 Place Miami, Fl. 33176

IN WITNESS WHEREOF, the parties has hereunto set his hand this 23 day of
January 2003.


T.L. Coverson

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared T.L. Coverson to me
well known and known to me to be the person(s) described in and who execute the
foregoing Articles of Incorporation of

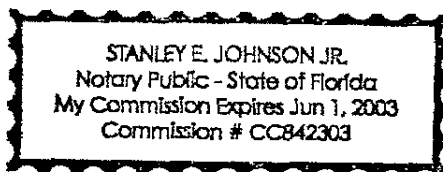
Really Dough Entertainment Group, Inc.

and before me he acknowledged his signature to be his free act and deed for the uses
and purposes stated herein.

WITNESS MY HAND and official seal at the City of Miami, County of Dade, State of
Florida, this day 23 of January 2003. PERSONALLY KNOWN BY ME


NOTARY PUBLIC

My Commission Expires:



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First—That, Really Dough Entertainment Group, Inc.

desiring to organize under the laws of the State of Florida with its principal office, as

indicated in the articles of incorporation, at the City of Miami, County of

Dade, State of Florida, has named T.L. Coverson located at

9112 N.E. 10 Avenue (Street address and number of building, Post Office Box

address not acceptable.) City of Miami Shores, County of Dade, State of

Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY


T.L. Coverson - Resident Agent

FILED
03 JAN 27 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA