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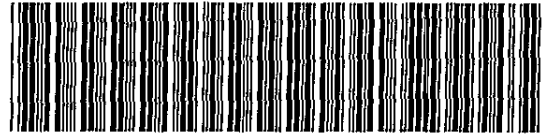
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**EFFECTIVE DATE**  
8-1-03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 JUL -7 PM 3:31

FILED

DB 7/11

1263 Olympic Circle  
West Palm Beach, FL 32

June 30, 2003

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

Re: Soup Kettle, inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for Soup Kettle, Inc. along with our check in the amount of \$ 78.75 for the filing fees and certificate.

If you have any questions concerning the enclosed documents please feel free to call me at (561) 478-7224.

Sincerely,

Brian Wagner

Enclosures: Articles of Inc.  
Check

**EFFECTIVE DATE**

8-1-03

FILED

03 JUL -7 PM 3:31

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SOUP KETTLE, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE I  
NAME OF CORPORATION**

The name of this corporation shall be:           

SOUP KETTLE, INC.

Hereinafter referred to as the "Corporation".           

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be:

1263 Olympic Circle  
West Palm Beach, FL 33413

**ARTICLE III  
PURPOSE OR PURPOSES**

The general purpose for which the corporation is organized are:

- 1) To engage in any activity or business permitted under the laws of the United States and of the State of Florida..
- 2) To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
- 3) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV  
SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock with a nominal value or par value of One (\$1.00) Dollar per share. Such shares shall be of a single class.

**ARTICLE V  
INITIAL OFFICERS/DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is two. The name and address of each person who is to serve as a member of the initial Board of Directors is:

Brian D. Wagner, President  
1263 Olympic Circle  
West Palm Beach, FL 33413

Tiffany S Wagner, Secretary-Treasurer  
1263 Olympic Circle  
West Palm Beach, FL 33413

**ARTICLE VI  
REGISTERED AGENT**

The name and address of the initial Registered Agent shall be:

Brian D. Wagner  
1263 Olympic Circle  
West Palm Beach, FL 33413

**ARTICLE VII  
EFFECTIVE DATE**

The effective date of the Corporation shall be *August 1, 2003*.

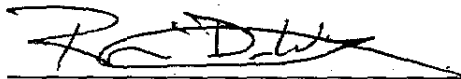
**ARTICLE VIII  
INCORPORATORS**

The name and address of each incorporator is:

Brian D. Wagner  
1263 Olympic Circle  
West Palm Beach, FL 33413

Tiffany S. Wagner  
1263 Olympic Circle  
West Palm Beach, FL 33413

The undersigned Incorporators have executed these Articles of Incorporation  
this 30 day of June 2003.



Signature – Incorporator

BRIAN D. WAGNER

Print Name



Signature – Incorporator

Tiffany Wagner

Print Name

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

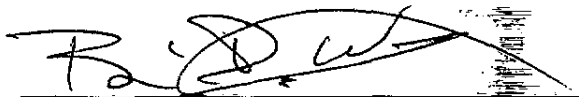
The name of the Corporation is:

SOUP KETTLE, INC.

The name and address of the registered agent and office is:

BRIAN D. WAGNER  
1263 OLYMPIC CIRCLE  
WEST PALM BEACH, FL 33414

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature – Registered Agent

BRIAN D. WAGNER

Print Name

JUNE 30, 2003

Date