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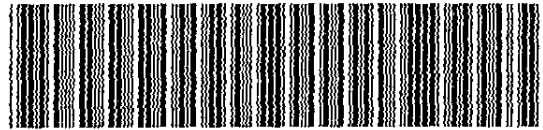
(Business Entity Name)

(Document Number)

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03 SEP 26 AM 2:51
STATE
TALLAHASSEE, FLORIDA

CB 9.26

TRANSMITTAL LETTER

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

SUBJECT: Habana Joe's Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Maria B. Cabrera-Morris
Name (Printed or typed)

2117 Forest Club Drive
Address

Orlando, FL 32804
City, State & Zip

407-256-2205
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 15, 2003

MARIA B. CABRERA-MORRIS
2117 FOREST CLUB DR
ORLANDO, FL 32804

SUBJECT: HABANA JOE'S INC.
Ref. Number: W03000026334

We have received your document for HABANA JOE'S INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock
Document Specialist
New Filings Section

Letter Number: 203A00051135

ARTICLES OF INCORPORATION

OF

HABANA JOE'S INC.

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03 SEP 26 AM 2:51

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, being of legal age and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

ARTICLE I

NAME

The name of this Corporation shall be HABANA JOE'S, INC.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence upon the filing of these articles and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

PURPOSES AND GENERAL POWERS

The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation shall have all of the powers enumerated in the Florida General Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

ARTICLE IV

CAPITAL STOCK

A. Number and Class of Shares Authorized; Par Value.

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	\$1.00	Common

The consideration for all of the above stock shall be payable in cash, property (tangible and intangible), labor or services in lieu of cash, unless

otherwise prohibited by law; at a just valuation to be fixed by the Board of Directors of the Corporation.

B. Voting Rights.

The Common Stock shall possess and exercise exclusive voting rights and, at all meetings of the Shareholders, each record holder of such stock shall be entitled to one (1) vote for any election of directors of the Corporation.

**ARTICLE V
PRINCIPAL BUSINESS OFFICE**

The principal business office of this corporation shall be located at: 2912 Edgewater Drive, Orlando, Florida 32804.

**ARTICLE VI
MAILING ADDRESS**

The mailing address of this corporation shall be: 2912 Edgewater Drive, Orlando, Florida 32804.

**ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation shall be located at: 2912 Edgewater Drive, Orlando, Florida 32804, and the initial registered agent of the Corporation at that address shall be MARIA B CABRERA-MORRIS. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

**ARTICLE VIII
INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws. The name and street address of the initial directors of this Corporation is:

Maria B. Cabrera-Morris
2117 Forest Club Drive
Orlando, Florida 32804

Brian J. Morris
2117 Forest Club Drive
Orlando, Florida 32804

Directors may be removed with or without cause.

ARTICLE IX INCORPORATORS

The names and street addresses of the persons signing these Articles as Incorporators are:

Maria B. Cabrera-Morris
2117 Forest Club Drive
Orlando, Florida 32804

Brian J. Morris
2117 Forest Club Drive
Orlando, Florida 32804

ARTICLE X BYLAWS

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the bylaws shall be vested in the Board of Directors.

ARTICLE XI INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all of its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE XII LIMITED LIABILITY OF SHAREHOLDERS

The private property of the shareholders shall not be subject to payment of the Corporation's debts to any extent.

ARTICLE XIII AMENDMENT

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.

**ARTICLE XIV
HEADINGS AND CAPTIONS**

The headings or captions of these various articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned, being the incorporators hereinbefore named, for the purpose of forming a corporation under the laws of the State of Florida to do business both within and without the State of Florida, hereby make and file these Articles of Incorporation, declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto set his hand and seal:

9/20/03
Date

Maria B. Cabrera-Morris
Maria B. Cabrera-Morris

8/12/03
Date

Brian J. Morris
Brian J. Morris

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 48.091, Florida Statutes, the following is submitted:

HABANA JOE'S INC. desiring to organize as a corporation under the laws of the State of Florida, with its registered office at 2912 Edgewater Drive, Orlando, Florida 32804, has named and designated Maria B. Cabrera-Morris as its registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 20 day of September 2003.


Maria B. Cabrera-Morris
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA