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Section 609, F.S.
TALLAHASSEE, FLORIDA

U3 DEC 10 AM 10:02

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TRANSMITTAL LETTER

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

SUBJECT: KARMIKE CORP.

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

<input type="checkbox"/>	\$70.00	<input type="checkbox"/>	\$78.75	<input type="checkbox"/>	\$122.50	<input type="checkbox"/>	\$131.25
<input checked="" type="checkbox"/>	Filing	<input type="checkbox"/>	Filing Fee	<input type="checkbox"/>	Filing Fee	<input type="checkbox"/>	Filing Fee
	Fee		& Certificate		& Certified Copy		Certified Copy
							& Certificate
Additional Copy Required							

FROM: Morris A. Shashoua
ADDRESS: 1908 N.W. 112th Ave.
Coral Springs, FL 33071

DAYTIME PHONE #: (954)753-1988

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

ARTICLES OF INCORPORATION
OF
KARMIKE CORP.

FILED
03 DEC 10 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is KARMIKE CORP.

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this corporation is:

1908 N.W. 112th Ave.
Coral Springs, FL 33071

ARTICLE 4 - INCORPORATOR(S)

The names(s) and street addresse(s) of the incorporator(s) to these Articles of Incorporation is(are):

Morris A. Shashoua
1908 N.W. 112th Ave.
Coral Springs, FL 33071

ARTICLE 5 - PRESIDENT

The initial President of the corporation shall be Morris A. Shashoua whose address shall be the same as the principal office of the corporation.

ORATE CAPITALIZATION

of shares that this Corporation is at any time is **SEVEN THOUSAND FIVE** hundred shares, each share having the par value of ONE DOLLAR (\$1.00).

of stock of any class shall have any preemptive right to subscribe for or purchase any additional shares of any class, or any convertible securities of any class; provided, however, that the board of directors may in its discretion authorize the issuance of shares of stock of any class, confer on any holder of such shares any preemptive right that the board of directors may deem advisable in connection with such issuance.

of the Corporation may authorize the issuance of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any as may be set forth in the bylaws of the Corporation.

of the Corporation may by resolution reclassify any unissued stock or exchanging the preferences, voting powers, restrictions, qualifications, or term or conditions of any class of shares.

MEMBERS OF CORPORATION

shall have the same powers as an individual person convenient to carry out its business and subject to any limitations or restrictions imposed by the laws of Incorporation.

TERM OF EXISTENCE

shall have perpetual existence.

ARTICLE 9 - TITLE

to the extent permitted by law, shall be deemed to be the owner of any share in whose name any share or right is registered in the books of the corporation as the owner thereto, and shall not be bound to recognize any interest in, such share or right on the part of any person other than the registered owner.

ARTICLE 6 - CORPORATE POWERS

6.1 The maximum number of shares authorized to have outstanding shall be **HUNDRED (7,500)** shares of common stock, each having a par value of ONE DOLLAR (\$1.00).

6.2 No holder of shares of any class shall have any preemptive right to subscribe for or purchase any additional shares of any class, or any convertible securities of any class; provided, however, that the board of directors may in its discretion authorize the issuance of shares of stock of any class, confer on any holder of such shares any preemptive right that the board of directors may deem advisable in connection with such issuance.

6.3 The board of directors may authorize the issuance of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any as may be set forth in the bylaws of the Corporation.

6.4 The board of directors may reclassify any unissued stock or exchanging the preferences, voting powers, restrictions, qualifications, or term or conditions of any class of shares.

ARTICLE 7 - POWERS AND DUTIES OF THE CORPORATION

The Corporation shall have the power to do all things necessary or proper to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles.

ARTICLE 8 - THE CORPORATION

The corporation shall have perpetual existence.

ARTICLE 9 - TITLE

The Corporation, to the extent permitted by law, shall be deemed to be the owner of any share in whose name any share or right is registered in the books of the corporation as the owner thereto, and shall not be bound to recognize any interest in, such share or right on the part of any person other than the registered owner.

the part of any other person whether or not the Corporation shall have notice thereof.

ARTICLE 10 - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Morris A. Shashoua
1908 N.W. 112th Ave.
Coral Springs, FL 33071

ARTICLE 11 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

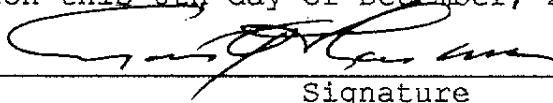
ARTICLE 12 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 13 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 8th day of December, 2003.



Signature

Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

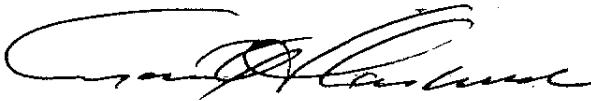
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: KARMIKE CORP.
2. The name and address of the registered agent and office is:

Morris A. Shashoua
1908 N.W. 112th Ave.
Coral Springs, FL 33071

(P.O. Box not acceptable)

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

12/8/03

Date