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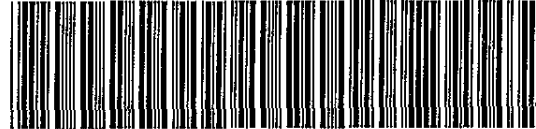
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Law Offices of
Troy W. Stephan, P.A.

TELEPHONE: 321-433-0771
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TROY W. STEPHAN, ESQUIRE
LICENSED IN FLORIDA
WASHINGTON D.C.
NEW JERSEY

Paralegal
FAY LAMB

February 20, 2004

11 RIVERSIDE DRIVE
SUITE 202
COCOA, FLORIDA 32922
POST OFFICE BOX 688

INTERNET E-MAIL:
TROYSTEPHAN@BELLSOUTH.NET
FAYLAMB@BELLSOUTH.NET

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Reference: Cocktails of Brevard, Inc.

Dear Sirs:

Please find enclosed, the Articles of Incorporation of Cocktails of Brevard, Inc., and our check in the amount of \$78.75 payable to the Department of State.

Please file the Articles of Incorporation and the Acceptance upon receipt and provide this office with a certified copy. I have enclosed a stamped, return envelope for your convenience in forwarding the certified copy.

Thank you for your assistance in this regard.

Best personal regards,



Troy W. Stephan, Esquire

TWS/pfl
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
COCKTAILS OF BREVARD, INC.

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

ARTICLE I
NAME

The name of the corporation is **COCKTAILS OF BREVARD, INC.**

ARTICLE II
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is

11 Riverside Drive, Suite 202
Cocoa, Florida 32922

ARTICLE III
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE IV
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. Specifically to engage in the business of food, beverage, catering and night club operations.
4. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this corporation is

authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

5. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

6. To exercise all or any of the corporate powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida.

7. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this corporation, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the corporation to carry on any business, exercise any power, or do any act which a corporation may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE V
CAPITALIZATION

The aggregate number of shares that the corporation is authorized to issue is 10,000. Such shares shall be of a single class, and shall have a par value of \$1.00.

ARTICLE VI
PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which such stockholder already holds, shall have the right to purchase a pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

11 Riverside Drive, Suite 202
Cocoa, Florida 32922

and the name and address of the initial registered agent is:

Troy W. Stephan, Esquire
11 Riverside Drive, Suite 202
Cocoa, Florida 32922

ARTICLE VIII
DIRECTORS

The number of directors constituting the corporation's initial board of directors is two. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of each person who is to serve as a member of the initial board of directors is:

Name: Michael A. Altro, III
1766 Sophia Drive, Apartment 200
Viera, Florida 32940

Randal G. Park
2245 Sykes Creek Drive
Merritt Island, Florida 32953

ARTICLE IX INCORPORATORS

The name and address of each incorporator is:

Name :

**Michael A. Altro, III
1766 Sophia Drive, Apt. 200
Viera, Florida 32940**

**Randal G. Park
2245 Sykes Creek Drive
Merritt Island, FL 32953**

ARTICLE X BY-LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the stockholders.

ARTICLE XI COMPENSATION OF DIRECTORS

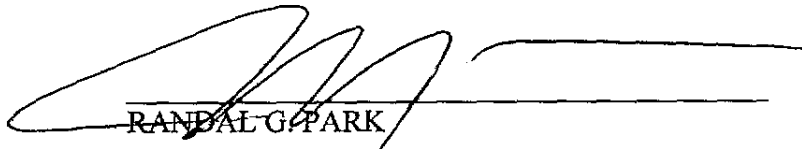
The stockholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XII INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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 stockholders is subject to this reservation.

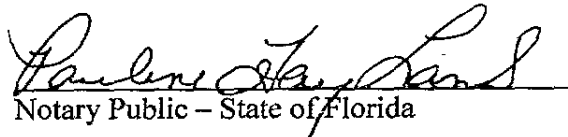

RANDAL G. PARK

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 20th day of February, 2004.

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing articles of incorporation were acknowledged before me on the 20th day of February, 2004, by RANDAL G. PARK.


Notary Public - State of Florida

My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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.

1. The name of the corporation is:
COCKTAILS OF BREVARD, INC.
2. The name and address of the registered agent and office is:

TROY W. STEPHAN
11 Riverside Drive, Suite 202
Cocoa, Florida 32922

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.



TROY W. STEPHAN, ESQUIRE

Date: 2-20-04