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## Florida Department of State

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## FLORIDA PROFIT CORPORATION OR P.A.

great kings cafe, inc.

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### ARTICLES OF INCORPORATION OF GREAT KINGS CAFÉ, INC.

#### ARTICLE I - NAME

The name of the corporation is Great Kings Café, Inc.

#### **ARTICLE II - DURATION**

The corporation shall have perpetual existence commencing on the date of filing.

#### ARTICLE III -PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida and under the laws of any other State or other country in the world.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

#### ARTICLE V - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation is Anthony L. McBean located at 13914 NW 7th Avenue, North Miami, Florida 33166.

#### ARTICLE VI - PRINCIPAL OFFICE OF THE CORPORATION

The principal office and mailing address of the corporation shall be located at 13914 NW 7<sup>th</sup> Avenue, North Miami, Florida 33168.

#### ARTICLE VII - OFFICERS

The affairs of Great Kings Café, Inc., shall be managed by a Board of Directors and administered by a President, Secretary, Treasurer, and such other officers as the Board of Directors shall deem desirable. Officers need not be Directors. The officers shall be elected by a majority of those Directors present at the first regularly scheduled meeting of

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Great Kings Calé, Inc. Articles of Incorporation Page 2 of 4

the Board of Directors held each year at which a quorum is present. Each Officer shall serve until resignation or until elections are held at the following year's first regularly scheduled meeting of the Board of Directors at which a quorum is present.

The initial officers of the corporation who shall serve until elections are held and their addresses are:

President

Anthony L. McBean
 13914 NW 7<sup>th</sup> Avenue
 North Miami, Florida 33168

Secretary, Treasurer

Michael Brandon
 13914 NW 7<sup>th</sup> Avenue
 North Miami, Florida 33168

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director. The number of Directors may be increased or diminished from time to time by the By Laws, but shall never be less than one (1). The names and addresses of the directors of this corporation are:

Anthony L. McBean

13914 NW 7th Avenue North Miami, Florida 33168

#### ARTICLE IX - BYLAWS

The initial Bylaws of this corporation shall be adopted by the Board of Directors.

#### ARTICLE X - INDEMNIFICATION

The corporation shall indemnify and defend any Officer or Director, or any former Officer or Director to the full extent permitted by law.

#### **ARTICLE XI - 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 he or she already holds, shall have the right to purchase his or her pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Great Kings Café, Inc. Articles of Incorporation Page 3 of 4

#### ARTICLE XII - INCORPORATOR

The name and address of the incorporator, who is also the person signing these Articles of Incorporation is:

Anthony L. McBean

13914 NW 7th Avenue North Mismi, Florida 33168

#### ARTICLES XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami-Dade County, Florida on the 15th day of Decuber 2004.

Anthony L. McBean

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

who is personally known to me or who has provided a Florida Drivers License as identification to verify identity, and he'she subscribed the above Articles of Incorporation and he'she did freely and voluntarily acknowledge before me according to the law that (he)she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami-Dade County, Florida, this 15th day of \_\_bece\_\_ 62004.

My Commission Expires:

Jennifer Lozano

Commission & DD 05057

Equipm Oct 30, 315

Equipm Oct 30, 315

Equipm Oct 30, 315

Notary Public of the State of Florida at Large

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Great Kings Caté, Inc. Articles of Incorporation Page 4 of 4

#### CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF CHAPTER 607 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: Great Kings Café, Inc.
- The name and address of the registered agent and office is:

Anthony L. McBean 13914 NW 7th Avenue North Miami, Florida 33168

The undersigned hereby accepts to act in the capacity of Registered Agent for Great Kings Café, Inc., and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his/her duties.

Dated this 1st day of December. , 2004

Anthony L. McBean

This Instrument prepared by: Neif A. De Lach, Esq. De Leon & De Leon, P.A 44 W. Flagler Street Suite 325 Meant, Florida 33130 (305) 374-5494 Florida Bar No.: 957593

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