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FLORIDA PROFIT CORPORATION OR P.A.

: (850)558-1575

LUDEE'S CAFE, INC.

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ID:CSC

Behar, Gutt & Glazer P.A.

305 931 3774 P.02/04

LUDEE'S CAFE, INC.

ARTICLES OF INCORPORATION

The undersigned, desiring to incorporate a corporation under the provisions of the Fforida Business Corporation Act, does hereby certify:

1. The name of the Corporation is:

LUDEE'S CAFE, INC.

- 2. The principal mailing address of the Corporation is 2821 S. Oakland Forest Dr., #202, Box 2, Oakland Park, FL 33309.
- 3. The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) each.
- 4. There shall be no preemptive rights with respect to any shares of stock of the Corporation.
- 5. The initial registered office of the Corporation shall be located at 2999 N.E. 191 St., Fifth Floor, Aventura, FL 33180, and the initial Registered Agent shall be David Vogel.
 - 6. The name and address of the sole incorporator hereof is:

Name

Address

Debra Carroll

2821 S. Oakland Forest Dr., #202, Box 2, Oakland Park, FL 33309

7. The initial Board of Directors shall be comprised of Two (2) members. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The name and address of the initial Directors are:

Name

<u>Address</u>

Debra Carroll

2821 S. Oakland Forest Dr., #202, Box 2, Oakland Park, FL 33309

Lumenes St. Louis

2821 S. Oakland Forest Dr., #202, Box 2,

Oakland Park, FL 33309

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(SEAL)

- 8. The general nature of the business to be transacted by the Corporation shall be to engage in and to do any lawful act permitted under the laws of the United States of America and of the State of Florida,
 - The term for which the Corporation is to exist is perpetual.
 - 10. The formation of the Corporation shall be effective as of the date hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this ____ day of April, 2005.

Debra Carroll, Incorporator

STATE OF FLORIDA
); SS
COUNTY OF MIGHT DAD (.)

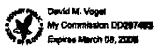
The foregoing instrument was acknowledged before me this 12th day of May, 2005, by

Debra Carroll, who is personally known to me, or has produced massful Fol cite 172-49-963-0

as identification.

Notary Public, State of Florida

articles.carroll.wpd



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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: LUDEE'S CAFE, INC.
- 2. The name and address of the registered agent and office is:

DAVI	D VOGEL	
P.O. E	BOX NOT ACCEPTABLE	
2999 T	N.E. 191 St., Fifth Floor, Aventura, FL 33180	
(CITY	//STATE/ZIP)	
• "	· 🖍 .	Paul rator)
	TITLE Incorporator	
	DATE May 12, 2005	·
STATED CORPOR HEREBY AGREE T WITH THE PROV COMPLETE PERF	AMED TO ACCEPT SERVICE OF PROCESS FOI ATION, AT THE PLACE DESIGNATED IN THIS CO TO ACT IN THIS CAPACITY, AND I FURTHER AGRE ISIONS OF ALL STATUTES RELATIVE TO THE TORMANCE OF MY DUTIES, AND I ACCEPT THE TSECTION 607.325, FLORIDA STATUTES.	ERTIFICATE, I E TO COMPLY PROPER AND
,	SIGNATURE	1 Ex 8
	DATE 5/12/05	3
ariolos.camoli, upd	REGISTERED AGENT FILING FEE: \$35.00	12 AMID: OG