

POS000083327

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

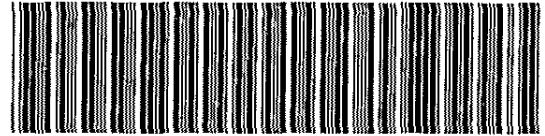
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900055886539

06/09/05--01030--001 **70.00

FILED
SECRETARY OF STATE
JUN 9 2005
MONTGOMERY, ALA

J. Shivers JUN 09 2005

LAW OFFICES OF
Hatch & Doty, P.A.

Ira C. Hatch, Jr.
Also admitted in NY and Washington, D.C.
Kevin S. Doty
David L. Hancock
Aaron V. Johnson
Justin R. Payne

1701 HWY A1A, SUITE 220
VERO BEACH, FL 32963-2206

Telephone (772) 234-4711
Facsimile (772) 234-8299
Email: DHancock@hailaw.com

June 8, 2005

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JUN -9 PM 2:39

RE: CAFÉ CARIBE, INC.

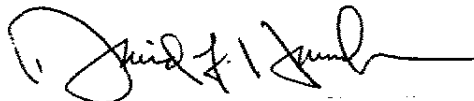
Dear Sir or Madam:

Please find enclosed with this letter the original Articles of Incorporation for the captioned for profit corporation and the original Certificate of Designation of Registered Agent and Registered Office. Please accept the enclosures for filing with your office. A check for your required filing fee of \$70.00 is enclosed with this letter.

Also enclosed with this letter is a photocopy of the Articles of Incorporation and Certificate of Designation of Registered Agent which I ask that you stamp acknowledging your receipt of the originals and return the photocopies to me in the self-addressed, postage pre-paid envelope also enclosed.

Thank you and please do not hesitate to contact me if anything has been omitted or additional information is needed..

Sincerely,



David L. Hancock, Esq.
For the Firm

DLH/

enclosures

ARTICLES OF INCORPORATION

OF

CAFÉ CARIBE, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - Name

The name of the corporation shall be Café Caribe, Inc., hereinafter referred to as the "Corporation."

ARTICLE II - Business Purpose

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

ARTICLE III - Powers

The Corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the Corporation as hereinabove set forth in Article II.

ARTICLE IV - Common Stock

The Corporation has the authority to issue Ten Thousand (10,000) shares of Common Stock, without a stated par value. All shares of Common Stock shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders of Common Stock have the right to vote. The shareholders of all shares of Common Stock shall not have any preemptive rights provided by Florida Statutes Chapter 607 or any successor or similar statute. The holders of the Common Stock shall have the sole and full power to vote for the election of members of the Board of Directors and for all other lawful purposes.

FILED
CLERK OF DISTRICT COURT
JUL 11 - 9 PM 2:39
05 JUL 11 - 9 PM 2:39

ARTICLE V - Statutory Elections

A. The Corporation shall not be governed by the affiliated transactions provisions of the Florida Business Corporation Act, Florida Statutes Chapter 607, or any successor or similar act or provisions.

B. The Corporation shall not be governed by the control-share acquisition provisions of the Florida Business Corporation Act, Florida Statutes Chapter 607, or any successor or similar act or provisions.

C. The Corporation shall not be governed by and the shareholders of all Common Stock shall not have any preemptive rights provided by the Florida Business Corporation Act, Florida Statutes Chapter 607, or any successor or similar act or provisions.

ARTICLE VI - Board of Directors

A. The number of Directors of the Board of Directors of this Corporation shall not be less than one (1) nor more than three (3), or as otherwise set forth in the by-laws of the Corporation. The term of each of the Directors shall be governed by the by-laws of the Corporation.

B. The Board of Directors of the Corporation shall adopt and amend the by-laws of the Corporation to the extent permitted by law.

C. The initial members of the Board of Directors shall be Curt A. Lienemann and Daniel E. Graham.

ARTICLE VII - Indemnification

The Corporation is empowered to indemnify any officer, director, employee or agent of the Corporation in the manner set forth and provided for in the by-laws of the Corporation and by applicable law.

ARTICLE VIII - Corporate Existence

The Corporation shall have a perpetual existence.

ARTICLE IX - Principal Office

The initial street address and mailing address of the principal office of the Corporation in the State of Florida is 737 22nd Street, Vero Beach , Florida 32960. The Corporation may have such other offices as the Board of Directors of the Corporation may decide.

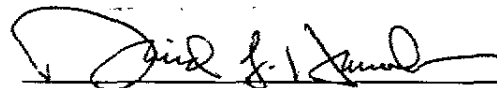
ARTICLE X - Incorporator

The name and street address of the incorporator is David L. Hancock, Esq., Hatch & Doty, P.A., 1701 Highway A1A, Suite 220, Vero Beach, Florida 32963.

ARTICLE XI - Registered Agent

The registered agent and the registered agent's address for service of process within this state shall be Coastal Corporate Services, Inc., 1701 Highway A1A, Suite 220, Vero Beach, Florida 32963.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 7th day of June, 2005.


David L. Hancock, Esq., Incorporator
Café Caribe, Inc.

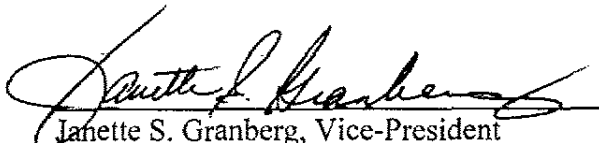
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, 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: **Café Caribe, Inc.**
2. The name and address of the registered agent and office is:

Coastal Corporate Services, Inc.
1701 Highway A1A
Suite 220
Vero Beach, Florida 32963

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.



Janette S. Granberg, Vice-President
Coastal Corporate Services, Inc., Registered Agent
Dated: 6/2/05, 2005

FILED
SECRETARY OF STATE
VISION & INFORMATION
05 JUN -9 PM 2:39