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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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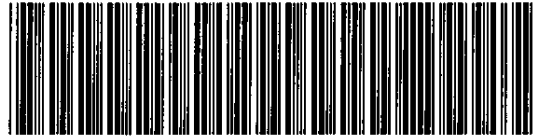
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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10/23

Kavouklis Law Group, P.A.

115 South Newport Avenue
Tampa, Florida 33606
Tel (813) 254-7770
Fax (813) 254-7787

October 20, 2006

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

Via: US Mail Only

Re: Dimitrios' Gardens, Inc.

Dear Sir or Madam:

Enclosed for filing please find the Cover Letter, Articles of Incorporation, a Certificate Designating Place and Naming Agent Upon Whom Process May Be Served and a check for \$78.75 for the filing fee.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael N. Kavouklis", with a stylized flourish at the end.

Michael N. Kavouklis, Esquire

Enclosures

COVER LETTER

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

SUBJECT: DIMITRIOS' GARDENS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☒ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: MICHAEL N. KAVOUKLIS, ESQUIRE
Name (Printed or typed)

115 SOUTH NEWPORT AVENUE
Address

TAMPA, FLORIDA 33606
City, State & Zip

813-254-7770
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
DIMITRIOS' GARDENS, INC.**

The undersigned, action as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

I.

Name

The name of the Corporation is Dimitrios' Gardens, Inc.

II.

Term of Existence

The Corporation shall have perpetual existence thereafter.

III.

Principal Office

The principal office of the Corporation is 5201 East Busch Boulevard, Tampa, Florida 33617.

IV.

Capital Stock

The Corporation is authorized to issue 500 shares of one dollar (\$1.00) par value common stock, which will be designated Common Stock.

V.

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 5201 East Busch Boulevard, Tampa, Florida 33617, and the name of its initial registered agent at such address is Dimitrios Kassapoglu.

VI.

Directors

The Corporation will have 1 director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation will always have at least 1 but no more than 5 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

Name

Dimitrios Kassapoglu

Address

5201 East Busch Boulevard
Tampa, FL 33617

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TALLAHASSEE, FLORIDA

VII.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Dimitrios Kassapoglu	5201 East Busch Boulevard Tampa, FL 33617

VIII.
Preemptive Rights

Each shareholder of the Corporation will have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at the time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights will be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his other preemptive rights by affirmative written notice of waiver within 30 days of receipt of notice of the Corporation's issuance of shares.

IX.
Affiliated Transactions

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

X.
Control Share Acquisitions

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

XI.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.


XII.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XIII.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on 20 day of October, 2006.



DIMITRIOS KASSAPOGLU
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with section 48-091, Florida Statutes, the following is submitted:

First, that Dimitrios' Gardens, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Dimitrios Kassapoglu, as its agent to accept service of process within Florida.

Dated: 20 day of October, 2006.

By: *Dimitrios Kassapoglu*
Dimitrios Kassapoglu
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated: 20 day of October, 2006.

By: *Dimitrios Kassapoglu*
Dimitrios Kassapoglu
Registered Agent

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TALLAHASSEE, FLORIDA

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