

P08000023357

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FILED

2008 MAR -4 PM 4: 25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: Elements Café, 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: Robin Chitwood / Registered Agent
Name (Printed or typed)

396 Kettering Road
Address

Deltona, FL 32725
City, State & Zip

386 717 3644
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 15, 2008

ROBIN CHITWOOD
396 KETTERING ROAD
DELTONA, FL 32725

SUBJECT: ELEMENTS CAFE, INC.
Ref. Number: W08000008186

We have received your document for ELEMENTS CAFE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 308A00009969

FILED

2008 MAR -4 PM 4: 25

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLES OF INCORPORATION

FOR

ELEMENTS CAFÉ, INC.

The undersigned, desiring to form a corporation under and by virtue of the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, states as follows:

ARTICLE I

Name and Address of Corporation

The name of this corporation shall be Elements Café, Inc. and the mailing address is 396 Kettering Road, Deltona, FL 32725.

ARTICLE II

Objects and Purposes of Corporation

The objects and purposes of the corporation and the general nature of the business or businesses to be transacted shall be:

1. To engage in any lawful businesses permitted or allowed under the Florida General Corporation Act.
2. To make and enter into all contracts necessary and proper for the conduct of its business or businesses.
3. To borrow money from any person, firm, or corporation; to issue bonds, debentures, or obligations of this corporation from time to time for any of the objects or purposes of the corporation; and to secure same by mortgage, pledge or by any other lawful means.
4. To have offices, conduct its business and promote its objects within or without the State of Florida, in other states, the District of Columbia, the territories and possessions of the United States, and in foreign countries without restriction as to place or amount.
5. To do any and all things necessary, suitable and proper for the accomplishment of any of its objects or for the exercise of any of the powers set forth above, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, whether in the State of Florida, or throughout the United States, or elsewhere, and to do any other act or acts, thing or things incidental or pertinent to or connected with the businesses hereinbefore described, or any part or parts thereof, if not inconsistent with the laws of the State of Florida.
6. In general, this corporation shall have and exercise all the powers conferred by the laws of the State of Florida upon corporations for profit. It is hereby expressly provided that

the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

ARTICLE III

Term of Existence

The corporation shall have perpetual existence.

ARTICLE IV

Designation of Registered Agent and Acceptance

The name of the initial registered agent of this corporation is Robin Chitwood, and the address of the initial registered office of this corporation shall be 396 Kettering Road, Deltona, FL 32725.

Article V

Capitol Stock

The capitol stock of the corporation shall consist of 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE VI

Board of Directors

The business of the corporation shall be conducted by a board of at least one director. The name and post office address of the initial director of the corporation is Robin Chitwood, whose address is 396 Kettering Road, Deltona, FL 32725.

The director named above shall hold office for the first year of the existence of the corporation or until his or her successors are elected and have qualified.

ARTICLE VII

Initial Capitol

The amount of capitol with which the corporation shall begin business is \$100.00 initial capitol (\$100.00).

ARTICLE VIII

Corporate Officers

The officers of the corporation shall be a President, one or more Vice-Presidents, a Secretary and a Treasurer. The number of Vice-Presidents may be fixed and determined by the Board of Directors or until their successors are elected and have qualified, the following shall be the officers of the corporation:

President: Robin Chitwood
396 Kettering Road
Deltona, FL 32725

Vice President: Vacant

Secretary: Dawn Chitwood
396 Kettering Road
Deltona, FL 32725

Treasurer: Dawn Chitwood
396 Kettering Road
Deltona, FL 32725

ARTICLE IX

Identity of Incorporator; Pre-emptive Rights

The name and address of the incorporator is Robin Chitwood, 396 Kettering Road, Deltona, FL 32725.

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

ARTICLE X

Annual Meeting of Shareholders

1. The annual meeting of the shareholders shall be held on the first Monday of January each year, or at such other time as may be fixed by the By-Laws, at which time the Board of Directors shall be elected and such other business as may properly come before the meeting may be considered and transacted.
2. The officers of the corporation shall be elected annually by the Board of Directors at a meeting of the Board to be held annually following the annual Shareholders' meeting.
3. The time, place, and manner of calling meetings of the shareholders or directors shall be fixed by the By-Laws of the corporation. The Board of Directors may provide for the election of an prescribe the duties of such other officers and agents as the Board may deem advisable and proper, and may take such action not inconsistent with the Article of Incorporation, and the By-Laws of the corporation and the laws of the State of Florida, as such Board may deem advisable for the conduct and operation of the business of the corporation.

4. The Board of Directors shall appoint a resident agent as required by the State of Florida.

ARTICLE XII
Limits of Liability

The highest amount of liability, to which this corporation can, at any time, subject itself, shall be unlimited.

A special meeting of the incorporator and his or her assigns shall be held, upon the call of the President, for the purpose of completing the organization of the corporation and adoption of the By-Laws and the transaction of such other business as may be desired.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at
396 Kettering Rd. Deltona, FL 32725
Florida, on Feb. 24th, 2007. 2008

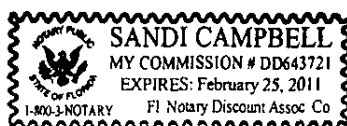
I hereby am familiar with and accept the duties and responsibilities as Registered Agent for the above stated Corporation.



Robin Chitwood
INCORPORATOR/ REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared Robin Chitwood, who is to me well known and known by me to be the person described in an who signed the foregoing Articles of Incorporation, or who produced a valid Florida Drivers License as proof of his or her identity, and who acknowledged before me that he signed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal on Feb. 24th, 2007. 2008




Notary

My commission expires: