

P08000056441

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☐ PICK-UP

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Office Use Only

2544
W08-27490



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06/04/08--01004--018 **78.75

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
08 JUN - 4 AM 10:45

FILED
08 JUN - 9 AM 10:30
SECRETARY OF STATE
DIVISION OF CORPORATIONS

6/10/08

LAZARUS
CORPORATE FILING SERVICE

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

THEY ARE THE SAME
OWNERS of
Spice & herbs,
LLC.

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Spice & Herbs Inc
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

08 JUN -9 AM 10:30

June 5, 2008

LAZARUS CORPORATE FILING SERVICE

SUBJECT: SPICE & HERBS INC
Ref. Number: W08000027490

We have received your document for SPICE & HERBS 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 508A00034985

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DIVISION OF CORPORATIONS
2008 JUN -9 PM 4:16
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FROM : LAZARUS

FAX NO. : 3052201440

Jun. 09 2008 02:48PM P1

Irene Cobo
11304 NW 79 LANE
Doral, FL 33178

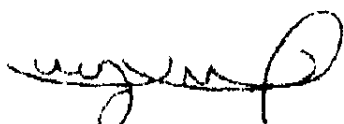
Florida Department of State
Division of Corporations
Corporate filing
P.O. Box 6327
Tallahassee FL 32314

To whom this may concern.

I am writing to you on behalf of my company Spice & Herbs LLC.
My name is Irene Cobo, and as a registered officer of spice & herbs LLC,
I authorize and consent the use of the name Spice & Herbs Inc. to be filed as a small
business corporation.

Thank you in advance for your cooperation.

Yours truly



Irene Cobo
Director of Spice & Herbs LLC

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09 JUN -9 AM 10:30

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ARTICLES OF INCORPORATION
OF

Spice & Herbs Inc

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is:

Spice & Herbs Inc

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under laws of the United States and this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of Common Stock with par value of \$1.00 per share.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the Directors at a meeting called for such purpose.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than Five Hundred Dollars.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - INITIAL STREET ADDRESS

The initial street address of the principle office of this corporation in the State of Florida is

11304 NW 79 Ln Doral, Florida 33178

The Board of Directors may, from time to time, move the principle office to any other address in Florida.

ARTICLE VII - DIRECTORS

This corporation shall have _____ Director/s. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws. Directors need not be stockholders.

In order to induce officers or directors of the corporation to serve or continue to serve as such, the corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniary or otherwise interested in or are directors or officers of such other corporation; any director individually, or any firm of which any director be a member, may be a party to, or may be pecuniary or otherwise

Interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorized any such contract or transaction, and may vote there at to authorized any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII - INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors:

<u>NAME</u>	<u>ADDRESS</u>
Luz I Cobo	11304 NW 79 LN Doral Fl. 33178

ARTICLE IX - SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Luz I Cobo	11304 NW 79 Ln Doral, Fl. 33178

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders.

ARTICLE XI - CALLING OF SPECIAL MEETINGS

Special Meetings of Stockholders may be called by a majority of the stockholders.

ARTICLE XII - STOCKHOLDER QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the stockholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the stockholders.

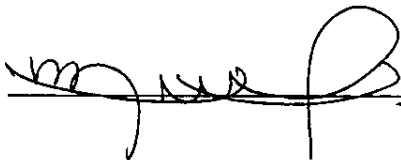
ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' Meeting by the majority of the stock entitled to vote thereon.

ARTICLE XIV - DATE OF COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of Corporate existence of this corporation shall be upon filing hereof in the office of the Secretary of State.

IN WITNESS WHEREOF, the Subscriber(s) of the Article of Incorporation has hereunto set _____ hand(s) and seal(s) this _____ day of _____, 20____.

A handwritten signature in dark ink, appearing to be 'M. J. B.', is written over a horizontal line.

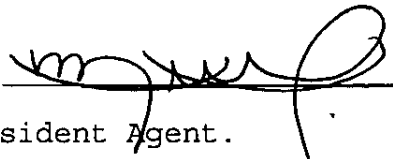
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First-that Spice & Herbs Inc organize under the laws
of the State of Florida with its principal office, as indicated in
the articles of incorporation at City of Miami, County of Dade,
State of Florida has named Luz I Cobo located at 11304 NW 79 Ln
City of Doral, County of Miami Dade State of Florida 33178, as its
agent to accept service of process within this state.

Having been named to accept service of process for the
above stated corporation, at place designated in this certificate,
I hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.

By:


Resident Agent.

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08 JUN -9 AM 10:30