

1/12/2009 3:44 PM



January 14, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMPIRE

SUBJECT: FLAT BRIDGE HUBERT AND LOUISE THOMAS, CO.
REF: W09000001958

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

Only one entity or person may be the registered agent. Please remove one of the names in article VII.

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

Tim Burch
Regulatory Specialist II
New Filing Section

FAX Aud. #: H09000007246
Letter Number: 009A00001438

P.O BOX 6327 - Tallahassee, Florida 32314

[Handwritten notes and stamps are visible at the top of the page.]

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FILED
JAN 14 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
FLAT BRIDGE HUBERT AND LOUISE THOMAS, CO.**

ARTICLE I

The name of the Corporation is: FLAT BRIDGE HUBERT AND LOUISE THOMAS, CO.
Principal Office: 2315 N.W. 137th Street, OPA LOCKA, FLORIDA 33054.

ARTICLE II

The Corporation may engage or transact in any or all activity or business permitted under laws of the United States and the State of Florida. The corporation shall exist perpetually.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Hundred (100) shares of One-Dollar (\$1) par value common stock, which shall be designated "Common Shares." The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

CUMULATIVE VOTING

At each election for directors, every holder of the capital stock (or voting stock, if there is more than one class and one class is nonvoting) shall have the right to vote, in person or by proxy, the number of shares registered in his name for as many persons as there are directors to be elected and for whose election he has a right to vote, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of such candidates. Notice must be given by any shareholder to the President and the Vice-president of the Corporation, not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors, that such shareholders intend to cumulate his vote at said election.

ARTICLE V

PREEMPTIVE RIGHTS

The registered holders of the shares of the capital stock of the Corporation shall have the preemptive right to purchase additional stock on such equitable terms, prices, and conditions as shall be fixed by the Board of Directors for the issuance of any stock in

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the Corporation from time to time. Such preemptive right shall be exercised in the ratio that the number of shares held by each stockholder bears to the total number of shares outstanding.

ARTICLE VI

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

ARTICLE VII

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida is:

INITIAL REGISTERED AGENT: Louise Thomas

INITIAL REGISTERED OFFICE: 2316 N.W. 137th Street, Opa Locka , Florida 33054.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept the process on the Corporation at the Initial Registered Office designated in these articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

Louise Thomas

Louise Thomas
REGISTERED AGENT:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

INITIAL BOARD OF DIRECTOR(S)

The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1). The name(s) and address(es) of the initial directors of the Corporation are:

Namals!

Louise Thomas

Addressee(s)

2315 N.W. 137th Street
Opa Locka, FL 33054.

Hubert Thomas

2315 N.W. 137th Street
Opa Locka, FL 33054.

ARTICLE IX

INITIAL OFFICER(S)

The name(s) and address(es) of the initial Officers of the Corporation is(are):

Louise Thomas, President
Hubert Thomas, Vice-President ;

ARTICLE X

INITIAL SHAREHOLDER(S)

The name(s) of the initial stockholder(s) of the Corporation as well as their respective shares is(are):

| <u>Name(s)</u> | <u>Share(s)</u> |
|----------------|-----------------|
| Louise Thomas | 60% |
| Hubert Thomas | 40% |

ARTICLE XI

SPECIAL VOTE REQUIREMENTS

The following acts of the Corporation shall not be performed without the written consent of affirmative vote of two-thirds (2/3) of the issued and outstanding common stock of the Corporation:

- (1) amendment of the Articles of Incorporation
- (2) amendment of the Bylaws of the Corporation
- (3) increase of the capital stock of the Corporation
- (4) voluntary bankruptcy of the Corporation
- (5) dissolution of the Corporation
- (6) change in preemptive rights in the corporate stock
- (7) abolition of cumulative voting

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ARTICLE XII

INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) executing these Articles of Incorporation is:

INCORPORATOR: Louise Thomas and Hubert Thomas
ADDRESS: 2315 N.W. 137th Street, Opa Locka, Florida 33054.

Louise Thomas
LOUISE THOMAS
Incorporator

Personally appeared before me, the undersigned authority, LOUISE THOMAS, who signed the foregoing Affidavit in my presence and who being by me first duly sworn, deposes and says that he/she knows the contents of said Affidavit.

Valrie M. Davis
Witness my hand and official seal at Miami, Florida this 31st day of Dec, 2008.
Signature of Notary Public

Valrie M. Davis
Name of Notary Public

Affiant(s) personally known or
Type of Identification FL DL

Commission expires: 02-09-2009
produced identification



VALRIE DAVIS
MY COMMISSION # DD 745751
EXPIRES: February 9, 2009
Bonded thru Allstate Notary Services

Hubert Thomas
HUBERT THOMAS
Incorporator

Personally appeared before me, the undersigned authority, HUBERT THOMAS, who signed the foregoing Affidavit in my presence and who being by me first duly sworn, deposes and says that he/she knows the contents of said Affidavit.

Valrie M. Davis
Witness my hand and official seal at Miami, Florida this 31st day of Dec, 2008.
Signature of Notary Public

Valrie M. Davis
Name of Notary Public

Affiant(s) personally known or
Type of Identification FL DL

Commission expires: 02-09-2009
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VALRIE DAVIS
MY COMMISSION # DD 745751
EXPIRES: February 9, 2009
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