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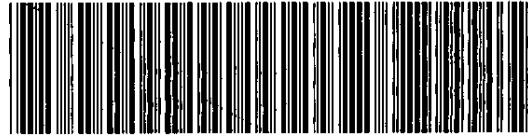
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TALLAHASSEE, FLORIDA

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MRS
7/5

Alan J. Berman

2 Office Park Drive, Suite A, P O Box 352537, Palm Coast, FL 32135-2537
Tel: (386) 446-1525 Fax: (386) 446-1789

June 28, 2011

Department of State
Division of Corporations
Corporate Records Bureau
P O Box 6327
Tallahassee FL 32314

Re: JOANNE'S BEACH STREET CAFE, INC.

Gentlemen:


Enclosed please find original and one copy of Articles of Incorporation for the above-named corporation. In addition, I have enclosed a check payable to your order in the sum of \$78.75, which represents the following fees:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>
	\$78.75

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned **at**

**P O Box 352537, Palm Coast
Florida 32135-2537**

Very truly yours,


Alan J. Berman

AJB/j
enclosures

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SECRETARY OF STATE
TALLAHASSEE-FLORIDA

ARTICLES OF INCORPORATION
OF
JOANNE'S BEACH STREET CAFE, INC.

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

ARTICLE ONE: NAME: The name of the corporation shall be JOANNE'S BEACH STREET CAFE, INC.

ARTICLE TWO: DURATION: The term of existence of the corporation is perpetual.

ARTICLE THREE: PURPOSE: The purpose is to engage in any activities or business permitted under the Laws of the United States and Florida; including but not limited to, the operation of a restaurant.

ARTICLE FOUR: CAPITAL STOCK: The corporation is authorized to issue one hundred (100) shares, all of which shall be common shares, no par value.

ARTICLE FIVE: INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of the corporation is 77 Brushwood Lane, Palm Coast, Florida 32137-8702, and the name of the Registered Agent is JOANNE BARATTA.

ARTICLE SIX: INITIAL BOARD OF DIRECTORS: This corporation shall have two (2) directors initially. The number of directors may be increased or decreased, from time to time, by an amendment of the by-laws of the corporation in the manner

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provided by law, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

JOANNE BARATTA	-	77 Brushwood Lane Palm Coast FL 32137
GERALD BARATTA	-	77 Brushwood Lane Palm Coast FL 32137

ARTICLE SEVEN: INCORPORATOR: The incorporator of the corporation and the subscriber to these Articles of Incorporation is JOANNE BARATTA, who resides at 77 Brushwood Lane, Palm Coast, Florida 32137.

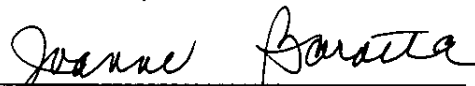
ARTICLE EIGHT: BY-LAWS AND ARTICLES OF INCORPORATION: The shareholders shall have the exclusive authority to formulate, approve, and/or amend by-laws of the corporation and shall have the exclusive authority to formulate, approve, and/or adopt these amendments to these Articles of Incorporation.

ARTICLE NINE: COMMENCEMENT OF EXISTENCE: The corporation shall be deemed to commence its existence upon the filing of these Articles in the Office of the Department of State of the State of Florida.

ARTICLE TEN: PRINCIPAL PLACE OF BUSINESS: The mailing address for said corporation is 77 Brushwood Lane, Palm Coast, Florida 32137-8702; and the principal place of business is 168 North Beach Street, Daytona Beach, Florida 32114-3308.

I SUBMIT THIS Document and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated this 6/28/11
day of June, 2011


JOANNE BARATTA, Incorporator

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

JOANNE'S BEACH STREET CAFE, INC., desiring to organize under the laws of the State of Florida, with its initial registered office as indicated in the Articles of Incorporation, at 77 Brushwood Lane, Palm Coast, Florida 32137, has named JOANNE BARATTA as its designated agent to accept service of process within the state.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and acknowledge that I am familiar with and accept the obligations and responsibilities of such office, as provided for in Florida Statutes 607.0505.

Dated this 6/28/11
day of June, 2011.

Joanne Baratta
Registered Agent
JOANNE BARATTA