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| PICK-UP                                 | ☐ WAIT             | MAIL                                  |
| (Bu                                     | usiness Entity Nan | ne)                                   |
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| Certified Copies                        | _ Certificates     | s of Status                           |
| Special Instructions to Filing Officer: |                    |                                       |
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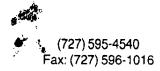
SECRETABLE OF STATE

**8 Burch** SEP 1 5 2011:

# Paul J. Burns, Esq.

12525 Walsingham Road Largo, Florida 33774

Member of FL-& NJ Bars



September 10, 2011

**Department of State** 

**Division of Corporations** 

P.O. Box 6327

Tallahassee, FL 32314

RE: Elkin Bakery and Café, Inc.

Dear Sir/Madam:

Kindly file the enclosed Articles of Incorporation and return a filed copy to my office. A check in the amount of \$70.00 is enclosed for your fee. If anything further is necessary, please contact my office.

Sincerely,

Paul J. Burns

#### ARTICLES OF INCORPORATION

OF

#### ELKIN BAKERY AND CAFE, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation:

## ARTICLE ONE NAME

The name of the corporation is ELKIN BAKERY AND CAFE, INC.

## ARTICLE TWO DURATION

The term of duration of the corporation is perpetual.

#### ARTICLE THREE PURPOSE

The purpose or purposes for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this state.

#### ARTICLE FOUR STOCK

The aggregate number of shares which the corporation has authority to issue is 1000, all of which shall be common shares with a par value of \$1.00.

211 SEP 14 PH 4: 37

## ARTICLE FIVE REGISTERED OFFICE

The street address of the initial registered office of the corporation is 14518 Alejo Court, Seminole, Fl 33776, and the name of the initial registered agent at such address is Martin H. Elkin.

#### ARTICLE SIX PRINCIPAL OFFICE

The street address of the principal office is 14518 Alejo Court, Seminole, Fl 33776, and the mailing address of the corporation is 14518 Alejo Court, Seminole, Fl 33776.

#### ARTICLE SEVEN DIRECTORS

The board of directors of the corporation shall consist of two (2) members and may be changed from time to time in accordance with the By-laws of the corporation. The initial Board of Directors shall consist of Martin H. Elkin and Yvette T. Elkin.

## ARTICLE EIGHT INCORPORATORS

The name and address of the incorporator is Paul J. Burns, 12525 Walsingham Road, Largo, Florida 33774.

## ARTICLE NINE INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE TEN RESTRICTION ON TRANSFER OF SHARES

The stock certificates to be issued to the shareholders as evidence of ownership may not be transferred by the shareholders, their heirs or assigns without first offering to sell the same to the other shareholders. Terms and conditions shall be set forth within the By Laws and/or Shareholders' Agreement to be executed by the shareholders of the Company.

## ARTICLE ELEVEN COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the date of the filing of these Articles of Incorporation.

The undersigned has executed these Articles of Incorporation day of September, 2011

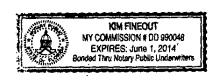
FAUL J. BURNS INCORPORATOR

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this  $\sqrt{\Delta^{\Delta_{p}}}$  day of September, 2011, by Paul J. Burns, who is personally known to me or who has produced a Florida Drivers license as identification.

(Seal)

Notary Public



## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of the Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

- 1. The name of the corporation is ELKIN BAKERY AND CAFE, INC.
- 2. The name and address of the registered agent and office is Martin H. Elkin, 14518 Alejo Court, Seminole, Fl 33776.

Martin H. Elkin, Director Date: <u>September 10, 2011</u>

#### **ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above named 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 this  $10^{44}$  day of September, 2011.

Martin H. Elkin Registered Agent