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Law Offices of Arturo Yero, P.H.

782 NW Le Jeune Road Suite 350 Miami, Florida 33126 Telephone (305) 444 0884 Telecopier (305) 444 0786 e-mail: arturoyero@aycrolaw.com

February 22, 2013

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

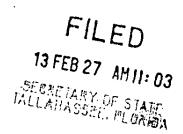
Dear Sir or Madam

Enclosed find articles of organization of Cake Decorations and Supply, Inc, to be filed with your Department. A check in the amount of \$ 78.75 to pay for registration fee, registered agent and certificate of status is included. Please send to subscriber the certificate of status at the address above.

Respectfully,

Arturo Yero Esq.

## ARTICLES OF INCORPORATION OF CAKE DECORATIONS AND SUPPLY, INC.



#### ARTICLE I

The name of the corporation is:

Cake Decorations And Supply, Inc.

### ARTICLE II NATURE OF CORPORATE BUSINESS

To manufacture, buy, sell, import, and export all materials and supplies used by commercial bakeries or individuals. To create, manufacture, decorate, exhibit and generally deal with bakery products and bakery utensils.

To carry out any one or more of the purposes and objects herein enumerated as principal, factor, agent, contractor or otherwise, either alone or through or in conjunction with any person, partnership, association, or corporation.

The foregoing clauses shall be construed as and shall be powers as well as purposes, and all matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or inference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of this Corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. This Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Business Corporation Act of this State to corporations organized thereunder, and amendatory of or supplemental to that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute now or

hereafter in force; provided however that nothing herein contained shall be deemed to authorize or permit this Corporation to carry on any business, to exercise any power, or to do any act which a corporation formed under that statute may not at the time lawfully carry or do.

#### ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100,000 shares, one common class, one cent (\$0.01) par value.

#### ARTICLE IV CORPORATE EXISTENCE

This corporation is to exist perpetually.

## ARTICLE V INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

Initial Registered Agent: Arturo Yero, P.A.

Initial Registered Office: Arturo Yero, P.A.

782 NW 42<sup>nd</sup> Avenue, Suite 350

Miami, Fl. 33126

#### ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process for the above stated corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in such capacity. I further

agree to comply with all statutes relating to the proper and complete performance of my duties, and accept the obligations of my position as Registered Agent

Aturo Yero, Esq

ARTICLE VI INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors shall be one (1) and the name and postal address of the initial director of the initial board of directors is:

Name: Gladys Martin

Address: 8991 SW 38 ST, Miami, FL 33165

#### ARTICLE VII INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is:

Name: Gladys Martin

Address: 8991 SW 38 ST, Miami, FL 33165

### ARTICLE VIII PREEMPTIVE RIGHTS

The shareholders of the common stock of this corporation shall be vested with preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property or past services. The preemptive right of any shareholder is determined by the ratio of authorized and issued shares of common stock held by the holder, and all shares of common stock currently authorized and issued.

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## ARTICLE IX ALIENATION OF SHARES

Any shareholder desiring to sell, pledge, give or otherwise dispose of his or her shares, must first offer, in writing, the shares to be alienated, to the other shareholders of the Corporation in proportion to their existing holdings. Such offer shall be at the same price and on the same terms as may be available to parties other than other shareholders of the Corporation. The offerees shall have forty-five (45) days to acquire said shares. Shares that are not so acquired by any one shareholder, shall be made available to the other shareholders. Shares that are not then acquired by any shareholder, may be otherwise alienated at the price and terms originally contemplated.

## ARTICLE X INITIAL ADDRESS

The street address in this state of the principal office of the corporation is:

8991 SW 38 ST, Miami, FL 33165

IN WITNESS WHEREOF, the undersigned, as incorporator has executed the foregoing Articles of Incorporation on this 22<sup>nd</sup> day of February A.D. 2013.

Gladys Martin / INCORPORATOR