

P13000101247

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H13000279576 3)))



H130002795763ABC7

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**FLORIDA PROFIT/NON PROFIT CORPORATION  
DON RAMON WELLINGTON, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

FILED  
13 DEC 20 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
13 DEC 20 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

41300079574

②

**ARTICLES OF INCORPORATION**

**OF**

**DON RAMON WELLINGTON, INC.**

The undersigned incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I - CORPORATE NAME**

The name of the Corporation is DON RAMON WELLINGTON, INC.

**ARTICLE II - NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to operate restaurants and cafes of all kinds, to manufacture, create, and generally deal in all kinds of food, food stuffs, and food products, and any and all related services, and to manufacture, buy, sell, and otherwise deal in food related products necessary or useful in such occupation, and to engage in any other lawful activities within the purposes for which corporations may be organized under the Florida Business Corporation Act.

The corporation shall exercise any and all powers that corporations have and may exercise under the laws of the State of Florida and as the same may be amended. To do all and everything necessary, suitable, or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms, individuals, and with principals or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above mentioned objects, purposes, or powers.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

Articles prepared by:  
Sylvia Alarcon Sparler, Esq.  
Florida Bar No. 900974  
4200 South Dixie Highway  
West Palm Beach, FL 33405  
(561) 655-9400

41300079574

FILED  
DEC 20 PM 01  
CLERK OF THE CIRCUIT COURT  
IN AND FOR THE COUNTY OF PALM BEACH  
STATE OF FLORIDA

#### **ARTICLE IV - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

#### **ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The initial Registered Agent and the street address of the corporation in the State of Florida shall be:

Sylvia Alarcon Sparler, Esq.  
4200 South Dixie Highway, West Palm Beach, FL 33405

#### **ARTICLE VI - CORPORATION'S PRINCIPAL OFFICE**

The initial principal office of the corporation shall be at 10220 Forest Hill Blvd., Suite 110, Wellington, FL 33414. The Board of Directors may, from time to time, move the principal office of the corporation to any other address in the State of Florida.

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

#### **ARTICLE VII - BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by laws adopted by the stockholders, but shall never be less than one (1).

#### **ARTICLE VIII - INITIAL DIRECTORS**

The names of the initial director of this corporation and his street address is:

Ramon E. Vilarino, 502 S. Military Trail, West Palm Beach, Florida 33415  
Carlos Vilarino, 16033 Key Lime Blvd., Loxahatchee, FL 33470

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### **ARTICLE IX - INITIAL OFFICERS**

The names of the initial officers of this corporation and their street address

Ramon E. Vilarino, President, Secretary, 502 S. Military Trail, West Palm Beach, FL 33415.  
Carlos Vilarino, Vice President, Treasurer, 16033 Key Lime Blvd., Loxahatchee, FL 33470

The persons named as initial officers shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### **ARTICLE X - INCORPORATOR**

The name and street address of the individual signing these Articles of Incorporation as the Incorporator is:

Carlos Vilarino  
16033 Key Lime Blvd., Loxahatchee, FL 33470

#### **ARTICLE XI - PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights, pursuant to Section 607.0630, Florida Statutes, as amended from time to time.

#### **ARTICLE XII - CONFLICT OF INTEREST**

No contract between this corporation and another corporation or another individual shall be invalidated by reason of the fact that the one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this corporation may be the other individual or individuals contracting with this corporation.

#### **ARTICLE XII - AMENDMENT**

The 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 at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 19 day of December, 2013.

  
\_\_\_\_\_  
CARLOS VILARINO

STATE OF FLORIDA)  
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public, personally appeared, CARLOS VILARINO to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at West Palm Beach, Florida this 19<sup>TH</sup> day of December, 2013.

NOTARY PUBLIC-STATE OF FLORIDA  
Ariel A. Lorie  
Commission DD980793  
Expires APR 12, 2014  
BONDED THROUGH THE PUBLIC SURETY CO., INC.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

413000879576

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

Pursuant to Sec. 607.0501, Florida Statutes, the following is submitted, in compliance with said Act:

That DON RAMON WELLINGTON, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at West Palm Beach, Florida, has named SYLVIA ALARCON SPARLER, 4200 South Dixie Highway, West Palm Beach, FL 33405, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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

  
SYLVIA ALARCON SPARLER

FILED  
13 DEC 20 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

413000879576

12/19/2013 23:40 3056339696