

Division of Corporations

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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Melbean Coffee Shop, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION  
OF  
MELBEAN COFFEE SHOP, INC**

**Article I – Name of Corporation and Duration**

The name of this corporation is **MELBEAN COFFEE SHOP, INC.** The corporation shall exist perpetually. The effective date upon which the Corporation shall come into existence shall be the date these Articles of Incorporation are filed by the Secretary of State.

**Article II –Principal Office and Mailing Address**

The mailing address office of the Corporation is:  
**10060 South Lake Vista Circle Davie, Florida 33328**  
The principal office address of the Corporation is:  
**1776 Polk Street Hollywood, Florida 33020**

**Article III – General Nature Of Business**

The general nature of the business to be transacted by this corporation shall be:

- A. Any and all lawful business purposes. To invest the funds of this Corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of such business services.
- B. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this Corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this Corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objects of this Corporation.
- C. It is Intended that this Corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 621, Florida Statutes, as the same may be from time to time amended.

**Article IV – Capital Stock**

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1000) shares of common stock having a par value of \$.01 per share, which may not be fractional shares.

- A. All or any portion of the capital-stock may be issued in payment for real or personal services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.
- B. Notwithstanding the foregoing, the Corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

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**Article V – INITIAL OFFICERS AND/OR DIRECTORS**

**Ephraim Manshari**  
**10060 South Lake Vista Circle**  
**Davle, Florida 33328**  
**President and Director.**

**Sima Manshari**  
**10060 South Lake Vista Circle**  
**Davle, Florida 33328**  
**Treasurer, Secretary and Director.**

**Article VI – Registered Office and Agent**

The name of the registered agent and address of the registered office of this Corporation shall be:

**Stuart A. Teller, Esquire**  
**Stuart A. Teller, P.A.**  
**7320 Griffin Road, Suite 216**  
**Davle, Florida 33314**

**Article VII – Incorporator**

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

**Stuart A. Teller, Esquire**  
**Stuart A. Teller, P.A.**  
**7320 Griffin Road, Suite 216**  
**Davle, Florida 33314**

**Article VIII – Additional Corporate Powers**

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, this Corporation shall have all and singular the following powers:

A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this Corporation has the direct or incidental authority to pursue.

B. At its option, to purchase and acquire any or all of its shares owned and held by any such shareholder as should desire to sell, transfer or otherwise dispose of such shareholder's shares, or any or all of its shares owned and held by a shareholder who dies, all in accordance with the Bylaws adopted by the shareholders of this Corporation, or a shareholders' agreement between this Corporation and its shareholders setting forth the tenor and conditions of such purchase; provided, however, the capital of this Corporation cannot be impaired thereby.

C. To enter into, for The benefit of its employees, one or more of the following:

- (1) a pension plan;
- (2) a profit-sharing plan;
- (3) a stock bonus plan;
- (4) a thrift and savings plan;
- (5) a restricted stock option plan; or
- (6) other retirement or incentive compensation plan;
- (7) health and or life insurance plan .


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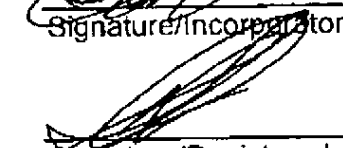
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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am famlllar with and accept the appointment as registered agent and agree to act in this capacity*

  
\_\_\_\_\_  
Signature/Incorporator

  
\_\_\_\_\_  
Signature/Registered Agent

9/13/2022  
Date

9/13/2022  
Date

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