

P95000001715

JEFFREY SOLOMON

FIFTH FLOOR  
EMERALD HILLS EXECUTIVE PLAZA ONE  
4601 SHERIDAN STREET  
HOLLYWOOD, FLORIDA 33021  
TELEPHONE (305) 967-9800  
N. BROWARD (305) 572-4444  
DADE (305) 949-4704

January 3, 1995

By Federal Express

Secretary of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Fl. 32399

Re: Coco Gallery, Inc.

To Whom It May Concern:

Enclosed is original and two copies of the Articles of Incorporation for the above company. Also enclosed is check for \$122.50 to cover filing and certified copy. Self-addressed stamped envelope is also enclosed.

Yours truly,

  
Jeffrey Solomon

c:\corp\ltrsos.coc

PS: PLEASE RETURN IN ENCLOSED FED EX LETTER.

FILED  
95 JAN -5 AM 8:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
JAN 4 1995

KANUT J. KHOSLA

JAN 06 1995

Dmc, 1/9/95

ARTICLES OF INCORPORATION  
OF  
COCO GALLERY, INC.

FILED

95 JAN -5 AM 8:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, subscribers of the Articles of Incorporation, each being a natural person competent to contract, hereby associate ourselves together for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE ONE

The name of this corporation shall be:

COCO GALLERY, INC.

EFFECTIVE DATE  
JAN 4 1995

ARTICLE TWO

DURATION: The corporation shall commence corporate existence on the date of the execution of these Articles of Incorporation and continue in perpetual existence unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the corporation shall be to such extent as a corporation organized under the Florida corporate law of this state may now or hereafter lawfully do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Corporation or to enhance the value of its properties; and in general to do any and

all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the laws governing corporations of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore, or to otherwise engage in any lawful activity either within or without the state of Florida. The corporation may buy, sell, lease, rent, encumber, deal in or otherwise dispose of real or personal property and engage in any lawful business including retail or wholesale sales, advertising, manufacturing, assembling, act as commission merchant, broker, jobber, dealer, import, export, or any other lawful business activity without limitation; to do any and all other acts and things as are necessary or convenient to the attainment of the purposes of this Corporation, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a corporation organized under the Corporation Law of this state.

#### ARTICLE FOUR

CAPITAL STOCK: The authorized Capital Stock of this company shall be 1500 shares of Common Stock, each having a par value of \$1.00 and full voting rights. Consideration for each share shall be \$1.00 in money, property, or other consideration.

#### ARTICLE FIVE

The initial street address of the corporation's office and the name and address of the initial Registered Agent is as follows:

CORPORATION ADDRESS:

2417 N.E. 13th Ct.  
Ft. lauderdale, FL 33304

REGISTERED AGENT NAME  
AND ADDRESS:

Jeffrey Solomon, Esquire  
4601 Sheridan Street  
Suite 500  
Hollywood, FL 33021

ARTICLE SIX

DIRECTORS: There shall be one (2) directors constituting the  
initial Board of Directors as follows:

John Manley  
2417 NE. 13th. Ct.  
Ft. Lauderdale, FL 33304

Robert Kennedy  
2417 NE 13th Ct.  
Ft. Lauderdale, FL. 33304

The number of Directors may be increased or decreased by the  
by-laws, but shall not be less than two.

ARTICLE SEVEN

SUBSCRIBER: Name and Post Office address of the Subscriber to  
this Articles of Incorporation and the number of shares of stock he  
agrees to take and the value of the consideration thereof is:

NAME AND ADDRESS:	SHARES OF COMMON STOCK:	CONSIDERATION:
John Manley 2417 N.E. 13th Ct. Ft. Lauderdale, FL 33304	1000	\$1000.00

ARTICLE EIGHT

It is indicated that the stock of this corporation be issued  
to take advantage of Section 1244 of the Internal Revenue Code of  
1959, and be in accordance with the provisions therein.

ARTICLE NINE

The by-laws of the corporation may be made by the Directors.

IN WITNESS WHEREOF, we have set our hand and seal in Broward County, Florida, this 4<sup>th</sup> day of JANUARY, 1995.

John Manley  
John Manley

STATE OF FLORIDA )  
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, John Manley, personally known to me or who has produced Florida Drivers License as identification and who did take an oath and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and seal at Broward County, Florida this 4th day of January, 1995.

Kristine Smith  
NOTARY PUBLIC, STATE OF FLORIDA  
Print name Kristine Smith  
My Commission Expires 5/15/98  
My Commission No. \_\_\_\_\_



KRISTINE SMITH  
MY COMMISSION # CC06963 EXPIRES  
May 15, 1998  
BONDED THRU TROY FARM INSURANCE, INC.

FILED

95 JAN -5 AM 8:39

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That: Coco Gallery, Inc. desiring to organize under the Laws of the State of Florida with its principal offices, as indicated in the Articles of Incorporation, at 2417 NE 13th Ct., Ft. Lauderdale, Florida, 33062, in Broward County, State of Florida, has named Jeffrey Solomon, Esquire, 4601 Sheridan Street, Suite 500, Hollywood, FL 33021 as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of and for the above stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office. I am familiar with the provisions of Section 607.0505 and agree to abide by its terms.

BY: 

RESIDENT AGENT AND REGISTERED  
AGENT

P95000001715

John Manley  
Coco Gallery, Inc.  
2417 NE 13th Court  
Ft. Lauderdale, FL 33304  
Tele: (305) 568-9044

Florida Dept of State  
Division of Corporations  
PO Box 6327  
Tallahassee FL 32314

February 10, 1995

Dear Corporation Division,

Attached please find our amendments to the articles of incorporation for the State of Florida, and a check in the amount of \$35.00 as required for the filing fee.

If you need any further information please contact me at the above telephone number or forward correspondence by mail. Thank you.

Sincerely,

000001407850  
-02/15/95--01118--011  
\*\*\*\*35.00 \*\*\*\*35.00

John Manley  
Incorporator  
Coco Gallery, Inc..

FILED  
95 FEB 15 PM 2:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Completed - 96  
4/1/96*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
95 FEB 15 PM 2:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*COCO GALLERY, INC*

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(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(Indicate article number(s) being amended, added or deleted)*

*(SEE ATTACHED)*

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:



ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
(Attachment)

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Entire article should read:

ARTICLE FOUR:

**CAPITAL STOCK:** The authorized Capital Stock of this company shall be 1,500 shares of Common Stock, each having a par value of \$1.00 and full voting rights. Consideration for each share shall be \$1.00 in money, property, or other consideration.

The Shareholders are the owners of all the 1,500 outstanding shares of this of Common Stock as follows:

John Manley.....	500 Shares
Kennedy Studios of Key West, Inc.....	500 Shares
Phyllis Jean Bodie.....	500 Shares

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Entire article should read:

ARTICLE 6:

**DIRECTORS:** There shall be three (3) directors constituting the initial Board of Directors as follows:

<u>John Manley</u> (President) 2417 NE 13th Court Ft. Lauderdale, FL 33304	<u>Phyllis Jean Bodie</u> (Treasurer) 13600 SW 80th Avenue Miami, FL 33158	<u>Robert E. Kennedy</u> (Vice President) 1130 Duval Street Key West, FL 33040
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Entire article should read:

ARTICLE SEVEN:

**SUBSCRIBER:** Name and Post Office address of the Subscriber to this Articles of Incorporation and the number of shares of stock he agrees to take and the value of the consideration thereof is:

<u>NAME AND ADDRESS:</u>	<u>SHARES OF COMMON STOCK:</u>	<u>CONSIDERATION:</u>
John Manley 2417 NE 13th Court Ft. Lauderdale, FL 33304	500	\$500

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THIRD: The date of each amendment's adoption: 2/9/95.

FOURTH: Adoption of Amendment(s) (check one)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."  
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 15<sup>th</sup> day of FEBRUARY, 1995.

Signature X 

(By the Chairman or Vice Chairman of the Board of Directors,  
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JOHN MANLEY

Typed or printed name

PRESIDENT

Title