

**Password 27163**

4/05/95

FLORIDA DIVISION OF CORPORATIONS

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PUBLIC ACCESS SYSTEM

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

FROM: AKERMAN SENTERFITT & EIDSON  
255 S ORANGE AVE  
PO BOX 231  
ORLANDO FL 32802-

CONTACT: JEAN FISHER  
PHONE: (407) 843-7860  
FAX: (407) 843-6610

FAX: (904) 922-4000

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CREPES DE PARIS, INC.

FAX AUDIT NUMBER: H95000003902

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/05/1995

TIME REQUESTED: 14:30:17

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 6

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 076656002425

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

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\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

FLSECT.ASX 3 VT100 3 FOX 3 2400 E71 3 LOG CLOSED 3 PRINT OFF 3 ON-LINE

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FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM

ELECTRONIC PROCESSING MENU

- 1. ENTER PASSWORD
- 2. REQUEST ELECTRONIC FILING
- 3. REQUEST ELECTRONIC CERTIFICATE
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 PASSWORD/NEWPASSWORD  
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 CORPORATE DOCUMENT NUMBER  
 \*\*\* NO KEY \*\*\*  
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--- CURRENT DEFAULTS ---

ACCOUNT NAME: 076656002425

AVAILABLE BALANCE: 9358.75

SUB ACCOUNT:

FAX NUMBER: (407)843-6610

METHOD OF DELIVERY: F

MAIL NAME: AKERMAN SENTERFITT & EIDSON

MAIL ADDR1: 255 S ORANGE AVE

MAIL ADDR2: PO BOX 231

CITY: ORLANDO

ST: FL ZIP: 32802-

COUNTRY: US

ENTER SELECTION NUMBER. 1 THRU 8. A BLANK AND THE KEY (IF REQUIRED).

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
95 APR 5 PM 1995  
FILED

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**ARTICLES OF INCORPORATION  
OF  
CRÊPES DE PARIS, INC.**

FILED  
APR 5 1985  
ORLANDO, FLORIDA  
CLERK OF THE CIRCUIT COURT  
IN AND FOR THE COUNTY OF ORLANDO  
STATE OF FLORIDA

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

**ARTICLE I**

**NAME**

The name of this Corporation shall be CRÊPES DE PARIS, INC., and its principal place of business shall be located at 8606 Fifth Street, Orlando, Florida 32836.

**ARTICLE II**

**COMMENCEMENT OF CORPORATE EXISTENCE**

This Corporation shall commence corporate existence on the date of signing these articles of incorporation by the incorporator, and shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III**

**GENERAL PURPOSE; GENERAL POWERS**

The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation shall have all of the powers enumerated in the Florida Business Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

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Prepared by:  
Russell B. Hale, Esq.  
Akerman, Senterfitt & Eidson, P.A.  
P.O. Box 231, Orlando, FL 32802  
Fla Bar #0602450

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**ARTICLE IV**  
**CAPITAL STOCK**

1. **Number and Class of Shares Authorized; Par Value.** This Corporation is authorized to issue Ten Thousand (10,000) shares of voting common stock, having a par value of One Dollar (\$1.00) per share.

2. **Voting Rights.** The holders of common stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders, each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding common stock shall have no cumulative voting rights in any election of directors of the Corporation.

3. **Consideration for Issuance of Stock.** The Board of Directors of the Corporation may from time to time issue the authorized stock of the Corporation, or any part thereof, for such consideration as it may deem equivalent to or in excess of the par value thereof. The authorized stock of the Corporation may be paid for, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation at a fair valuation placed on such property or services by the Board of Directors. Future services evidenced by a written agreement shall constitute payment or part payment for the issuance of stock of the Corporation.

4. **No Preemptive Rights.** No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which he already

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holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others or at any other price.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 8606 Fifth Street, Orlando, Florida 32836, and the initial registered agent of this Corporation at that address shall be THANOS IKONOMOU. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of incorporation.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws. The names and street addresses of the initial directors of this Corporation are:

Thanos Ikonomou  
8606 Fifth Street  
Orlando, Florida 32836

Diana Rosenthal  
8606 Fifth Street  
Orlando, Florida 32836

John Mautner  
791 First Street  
Altamonte Springs, Florida 32701

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**ARTICLE VII**

**INCORPORATOR**

The name and street address of the person signing these articles as incorporator is:

Diane Rosenthal  
8606 Fifth Street  
Orlando, Florida 32836

**ARTICLE VIII**

**BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

**ARTICLE IX**

**INDEMNIFICATION**

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

**ARTICLE X**

**AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XI**

**HEADINGS AND CAPTIONS**

The headings or captions of these various articles of incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various

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articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned do hereby make and file these articles of incorporation declaring and certifying that the facts stated herein are true, and do hereby subscribe thereto and herunto set their name and seal this 5 day of April, 1995.

  
\_\_\_\_\_  
Diane Rosenthal (SEAL)

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

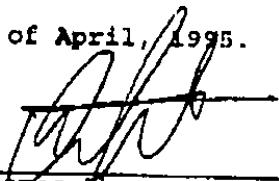
In compliance with Sections 48.091 and 607.0505, Florida Statutes, the following is submitted:

CRÉPES DE PARIS, INC. (the "Company") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida with its principal place of business at: 8606 Fifth Street, Orlando, Florida 32836, has named and designated: THANOS IKONOMOU, with its registered office located at: 8606 Fifth Street, Orlando, Florida 32836, as its Registered Agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

Having been named as Registered Agent for CRÉPES DE PARIS, INC. (the "Company") at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated as of this 5 day of April, 1995.

  
\_\_\_\_\_  
Thanos Ikononou  
Registered Agent

711 60  
SERIAL 5  
MAY 29  
CORPORATION  
TALLAHASSEE, FLORIDA