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LAW OFFICES OF  
MICHAEL J. BARBONE, P.A.  
8910 N. Dale Mabry Highway  
Suite 16  
Tampa, Florida 33614  
(813) 281-0000

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-05/08/95--01152--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. ICE DELI REFRESHMENT CENTERS, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

1495-6923

Dr. ACGR/Star

00028, 00615, 00671

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JUN 25 PM 1:11  
TAMPA, FLORIDA

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 10, 1995

MICHAEL J. BARBONE, P.A.  
8910 N. DALE MABRY HWY., SUITE 16  
TAMPA, FL 33614

SUBJECT: ICE DELI REFRESHMENT CENTERS, INC.  
Ref. Number: W95000009923

We have received your document for ICE DELI REFRESHMENT CENTERS, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kanut Khosla  
Corporate Specialist

Letter Number: 195A00023726

ARTICLES OF INCORPORATION  
OF  
ICE DELI REFRESHMENT CENTERS, INC.

WE, THE UNDERSIGNED, hereby set forth the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a general for profit Corporation, and do hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of this Corporation shall be:

ICE DELI REFRESHMENT CENTERS, INC.

ARTICLE II: DURATION

This Corporation shall have perpetual existence and same shall commence its corporate existence at the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III: PURPOSE

The general purpose for which this Corporation is organized includes the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes, and, including, but not

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TALLAHASSEE, FLORIDA

limited to, any and all activities associated with the shaved ice refreshment business and performing transactions consisting of marketing, developing, promoting, selling, both wholesale and retail, procurement, transfer, trade, representation, and all other activities incident to, the shaved ice refreshment business, without limitation, together with all such activities deemed pertinent within the sole discretion of the corporation, pursuant to Florida Statutes and governmental regulations.

#### ARTICLE IV: GENERAL POWERS

This Corporation shall have the following corporate powers, to-wit:

(a) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(b) To purchase, take, receive, lease, or otherwise acquire, property of any interest therein, wherever situate.

(c) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

(d) To lend money to and use its credit to assist its officers and employees in accordance with Sec. 607.141.

(e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in or obligations of other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(g) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(h) To conduct its business, carry on its operations, and have offices and exercise the power granted by this act within or without this State.

(i) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(j) To make and alter By-laws not inconsistent with its Articles of Incorporation or with the laws of this State for the administration and regulation of the affairs of the corporation.

(k) To make donations for the public welfare or for charitable, scientific, or educational purposes.

(l) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(m) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(n) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(o) To have and exercise all powers necessary or convenient to effect its purpose.

#### ARTICLE V: SHARES OF STOCK

The aggregate number of shares which this Corporation shall have authority to issue shall be Ten Thousand (10,000)

shares of common class stock only with a par value of One and no/100 Dollar (\$1.00) per share. Each holder of common stock in this Corporation shall be entitled to one vote for each share of common stock held by him or her.

ARTICLE VI: PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have full preemptive rights to acquire unissued or treasury shares of the Corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares in said corporation.

ARTICLE VII: REGISTERED OFFICE

The street address of the initial registered office of the Corporation is as follows, to-wit:

17728 Long Ridge Road  
Tampa, Florida 33647

ARTICLE VIII: PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is as follows, to-wit:

17728 Long Ridge Road  
Tampa, Florida 33647

ARTICLE IX: REGISTERED AGENT

The name of the Corporation's initial registered agent at the above-mentioned address is as follows:

JAIME ECHEVERRI

ARTICLE XI: BOARD OF DIRECTORS

The Board of Directors of this Corporation shall consist of two or more members, and the exact number thereof to be fixed by the By-laws of said Corporation. The initial Board of Directors shall consist of two members whose names and addresses are as follows, to-wit:

<u>NAME</u>	<u>ADDRESS</u>
JAIME ECHEVERRI	17728 Long Ridge Road Tampa, Florida 33647
STELLA ECHEVERRI	17728 Long Ridge Road Tampa, Florida 33647

Said members of the initial Board of Directors shall hold office until the first annual meeting of the shareholders, and until their successors shall have been elected and qualified, or until their earlier resignation, removal from office, or death, whichever shall first occur.

ARTICLE XI: INCORPORATORS

The following persons shall act as the incorporators of ICE DELI REFRESHMENT CENTERS, INC., by signing and delivering, or causing to be delivered, said Articles of Incorporation, in duplicate, to the Department of State of the State of Florida.

<u>NAME</u>	<u>ADDRESS</u>
JAIME ECHEVERRI	17728 Long Ridge Road Tampa, Florida 33647



STELLA ECHEVERRI

17728 Long Ridge Road  
Tampa, Florida 33647

ARTICLE XII: BY-LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors. The by-laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

IN WITNESS WHEREOF, We, the undersigned subscribing incorporators, have hereunto set our hands and seals this 3rd day of May, 1995, for the purpose of forming this Corporation under the laws of the State of Florida. We hereby make and file in the Office of the Secretary of State, State of Florida, this Certificate of Incorporation, and certify that the facts herein stated are true.


  
\_\_\_\_\_  
JAIME ECHEVERRI

  
\_\_\_\_\_  
STELLA ECHEVERRI

STATE OF FLORIDA           )  
                                  )  
COUNTY OF HILLSBOROUGH   )

BEFORE ME, this day personally appeared JAIME ECHEVERRI  
and STELLA ECHEVERRI, who are personally known to me or who  
have produced \_\_\_\_\_ as identification and who did  
take an oath, and who executed the foregoing Articles of  
Incorporation, and they acknowledged before me that they  
executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 3rd day of  
May, 1995.

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large

My Commission Expires:

wsa/echeverri.aoi



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

Pursuant to the provisions of Sections 607.325 and 48.091  
Florida Statutes, the undersigned Corporation, organize  
under the laws of the State of Florida, submits the following  
statement in designating the registered office and registered  
agent in the State of Florida.

1. The name of the corporation is: ICE DELI  
REFRESHMENT CENTERS, INC.

2. The name and address of the registered agent and  
office is:

JAIME ECHEVERRI

17728 Long Ridge Road  
Tampa, Florida 33647

SIGNATURE:

  
PRESIDENT

TITLE:

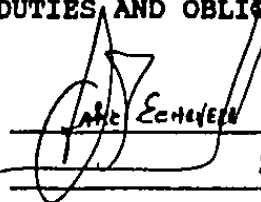
DATE:

MAY 3, 1995

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 I  
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES  
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES,  
AND I ACCEPT THE DUTIES AND OBLIGATIONS SET FORTH IN THE  
FLORIDA STATUTES.

SIGNATURE

DATE

  
5/15/95

wsa/echeverri.aol

FILED  
95 MAY 25 PM 1:14  
TAMPA COUNTY FLORIDA