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1201 HA STREET
TALLAHASSEE, FL 323
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DIVISION OF CORPORATION

CSC networks

PRESIDENTIAL
LEGAL & FINANCIAL SERVICES

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL STOCK - 100,000,000.00

DETERMINED BY - 100,000,000.00

CERTIFICATE NUMBER -

Patricia Pyzdek

FILE NUMBER - 100,000,000.00

ORDER DATE - April 15, 1996

ORDER TIME - 3:50 PM

ORDER NO. - 910162

CUSTOMER NO. - 1570550

200001781782

CUSTOMER: Raymond L. Schumann, Esq.
RAYMOND L. SCHUMANN, P.A.

Suite A
6225 Presidential Court
Fort Myers, FL 33919

DOMESTIC FILING

NAME: ZOOMERZ USA, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Patricia L. Pyzdek

EXAMINE BY: INITIALS:

TH
4-17-96

**ARTICLES OF INCORPORATION
OF
ZOOMERZ USA, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I

NAME

The name of this corporation is ZOOMERZ USA, INC.

ARTICLE II

BUSINESS TO BE TRANSACTED

The nature of the business to be transacted by the corporation is:

**To engage in Restaurant Operations, Food and Beverage Retailing and Franchising
of Operations.**

**To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell,
assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods,
wares, merchandise, real and personal property, and services, of every class, kind and
description; and**

**To conduct business in, have one or more offices in, and buy, hold, mortgage, sell,
convey, lease, or otherwise dispose of real and personal property, including franchises,
patents, copyrights, trademarks and licenses, in the state of Florida and all other states and
countries; and**

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required; and

To purchase the corporate assets of any other corporation and engage in the same other character of business; and

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the state of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock; and

To transact any and all lawful business for which incorporation's may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

CAPITAL STOCK

This corporation shall be authorized to issue 5000 (Five Thousand) shares of common stock.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall exist in perpetuity.

ARTICLE V

PRINCIPLE OFFICE

This corporation shall have its principle office in the city of Fort Myers, county of Lee, State of Florida, at 4811 Cleveland Avenue, Fort Myers, Florida, 33907. The mailing address for the corporation is 4811 Cleveland Avenue, Fort Myers, Florida, 33907.

ARTICLE VI

REGISTERED AGENT OFFICE

The street address of the registered office of this corporation in the state of Florida is 4811 Cleveland Avenue, Fort Myers, Florida, 33919. The directors may from time to time move the registered office to any other address in Florida. The initial registered agent of this corporation is Raymond L. Schumann, Esq., whose address is 6225 Presidential Court, Suite A, Fort Myers, Florida, 33919.

ARTICLE VII

DIRECTORS

This corporation shall have 1 (One) directors, initially. The number of directors may be increased or decreased from time to time, by or through amendment of the by-laws adopted by the stockholders.

ARTICLE VIII

INCORPORATORS

The incorporators to these Articles of Incorporation are:

Anthony S. Sanfelippo
4811 Cleveland Avenue, Suite A
Fort Myers, Florida 33907

ARTICLE IX

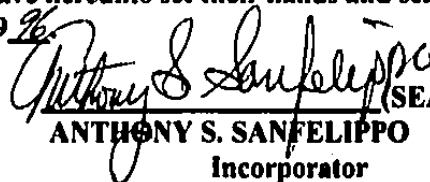
CORPORATE OFFICERS

The following-named persons shall hold the indicated offices of the corporation for the first year, from the date of incorporation or until their successors are elected and qualified:

President/Treasurer

Anthony S. Sanfelippo
4811 Cleveland Avenue,
Fort Myers, Florida 33907

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this 4th day of April, 1996.

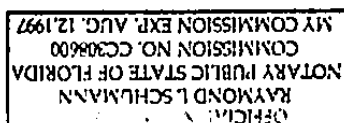

(SEAL)
ANTHONY S. SANFELIPPO
Incorporator

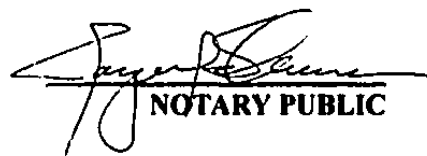
STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared Anthony S. Sanfelippo who acknowledged before me that he/she executed the foregoing Articles of Incorporation voluntarily and for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 4th day of April, 1996.

My commission expires:




NOTARY PUBLIC

ACCEPTANCE OF REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RAYMOND L. SCHUMANN, ESQ. having been named as the registered agent in the foregoing Articles of Incorporation of ZOOMERZ USA, INC. to accept serve of process for the corporation at 6225 Presidential Court, Suite A, Fort Myers, Florida, 33919, hereby agrees to act as the registered agent and comply with the laws of the state of Florida relative to such position.

DATED this 4th day of April, 1996.


RAYMOND L. SCHUMANN
Registered Agent