

P.96000068114

LAZARUS CORPORATE INDUSTRIES, INC.  
Requestor's Name

890 S.W. 87 AVENUE SUITE 16  
Address

MIAMI, FLORIDA 33174 (305)552-5973  
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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

1. JAVA TAKE'S COFFEE COMPANY, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 10:00

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" 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

RECEIVED  
96 AUG 15 PM 11:05  
DIVISION OF CORPORATION

Aug 12, 96

ARTICLES OF INCORPORATION  
OF  
JAVA JAKE'S COFFEE COMPANY, INC.

FILED  
AUG 15 PM 1:51  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED hereby associate themselves for the purpose of becoming a corporation under the laws of the State of Florida (Florida General Corporation Act), as they now exist or may be amended, pursuant to the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

JAVA JAKE'S COFFEE COMPANY, "Inc.", and the principal place of business and mailing address is 3725 NE 163rd Street, North Miami Beach, Florida 33160.

ARTICLE II

The duration of this corporation shall be perpetual and shall commence on the date of the execution and acknowledgement of these Articles of Incorporation.

ARTICLE III

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the laws of the State of Florida pursuant to the Florida General Corporation Act.

The purpose of the corporation is any lawful purpose pursuant to the laws of the State of Florida.

#### ARTICLE IV

The total authorized shares:

1. Common Shares- 300 shares valued at \$10 a share to Adam T. Jacobs.

2. Common Shares- 100 shares valued at \$10 a share to Gail Addlestone

Preferred Shares none.

3. A statement of all or any of the relative rights, preferences and limitations of the shares are as follows:

The majority shareholder elects one member to the board of directors and appoints the president and treasurer of the corporation.

The minority shareholder elects one member to the board of directors and appoints the secretary of the corporation.

4. All shares of the common stock are not transferable and are restricted. The corporation has the option to buy back the shares at their value with in 90 days of notification that the shareholder has died, has been declared incompetent, retired, or wants to sell his or her shares in the corporation.

5. If a vacancy exists on the board of Directors the shareholder that elected the prior director may appoint a director to fill the position.

#### ARTICLE V

The holders of the outstanding common stock shall be entitled to

receive, when and as declared by a majority vote of the Board of Directors, dividends payable either in cash, in property, or in shares of common stock of the Corporation.

#### ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this Corporation of common stock, shall have the right to purchase his or her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII

This Corporation shall have all those rights, powers and duties as delineated in Florida Statutes, Chapter 607, as it now exists or may hereafter be amended; including, but not limited to any lawful purpose pursuant to the laws of the State of Florida.

1. The Address of the registered office is:

3725 NE 163rd Street, North Miami Beach, Florida 33160.

2. The name of the registered agent at the registered office is:

Gail Addlestone.

#### ARTICLE VIII

The names and addresses of the incorporators are as follows:

Adam T. Jacobs, P.O. Box 820483, South Florida, FL 33082-0483.

Gail Addlestone, P.O. Box 820483, South Florida, FL 33082-0483.

#### ARTICLE IX

1. The Shareholders may amend these articles of incorporation by

a majority vote of the shareholders. All Shareholders must be present at the meeting to have a quorum.

2. The officers of the corporation cannot be removed without a majority vote of the shareholders.

3. The Shareholders must amend the by-laws by a majority vote.

#### **ARTICLE X**

This Corporation shall have two (2) Directors initially. The number of Directors may either be increased or diminished from time to time and will be reflected in the By-laws of this corporation, but shall never be less than one (1) Director. The Name and addresses of the initial Directors of this Corporation are:

Adam T. Jacobs, Director, President/Treasurer, P.O. Box 820483, South Florida, FL 33082-0483.

Gail Addlestone, Director, Secretary, P.O. Box 820483, South Florida, FL 33082-0483.

The name and addresses of the persons signing these Articles are:

Adam T. Jacobs, P.O. Box 820483, South Florida, FL 33082-0483.

Gail Addlestone, P.O. Box 820483, South Florida, FL 33082-0483.

#### **ARTICLE XI**

This Corporation reserves the right to repeal any provision or provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred on the shareholders is subject to this reservation.

The undersigned subscriber has executed these Articles of

... Incorporation this 13 day of 8 1996.

Adam T. Jacobs, Dir.  
Adam T. Jacobs, Director

Gail Addlestone, Dir.  
Gail Addlestone, Director

STATE OF FLORIDA)

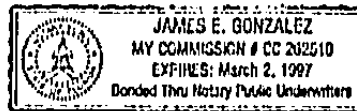
COUNTY OF Dade )

Before me, the undersigned authority, personally appeared Adam T. Jacobs and Gail Addlestone to me well known to be the persons who executed the foregoing Articles of Incorporation and acknowledged before me according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have set my hand and seal hereunto this 12 day of 8, 1996.

[Signature]  
NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATION (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 607.34 Florida Statutes, the following is  
submitted, in compliance with said Act:

First that JAVA JAKE'S COFFEE COMPANY, INC.

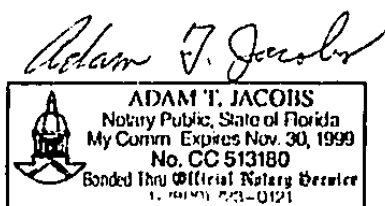
desiring to organize under the laws of the State of Florida with  
its principal office, as indicated in the Articles of  
Incorporation in the City of North Miami Beach, County of Dade,  
State of Florida, has named Gail Addlestone, 3725 NE 163rd  
Street, North Miami Beach, FL 33160

County of Dade, State of Florida, as its agent to accept service  
of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process 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 the said Act relative.

*Gail Addlestone*  
Registered Agent



8/8/96

FILED  
50 AUG 15 PM 1:51  
TALLAHASSEE, FLORIDA