

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED
97 JUN 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Lizards on Ice, Inc.

300002219243--6

-06/23/97--01008--017

***122.50 ***122.50

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Name Reservation
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

W97-14568

K.A. JUN 23 1997

K.A. JUN 27 1997

Signature _____

Requested by: *CJB*

6-23

9-40

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

RECEIVED
97 JUN 23 AM 10:01
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 23, 1997

CAPITAL CONNECTION, INC.
417 E VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32302

SUBJECT: LIZARDS ON ICE, INC.
Ref. Number: W97000014568

We have received your document for LIZARDS ON ICE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 897A00033208

FILED
97 JUN 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corrected
RECEIVED
97 JUN 26 PM 3:48
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION OF
LIZARDS ON ICE, INC.

FILED
97 JUN 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation is LIZARDS ON ICE, INC.

ARTICLE II
PURPOSE

This corporation is organized to do any and all lawful business.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue Seven Hundred and Twenty Shares (720) of stock, at \$1.00 par value.

ARTICLE IV
INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation, together with the agent's address, is Max Langen, 112 South Hibiscus Drive, Miami, FL 33139-5130

ARTICLE V
INITIAL MAILING ADDRESS

The initial mailing address of this corporation is c/o Max Langen, 112 South Hibiscus Drive, Miami, Florida, 33139-5130.

ARTICLE VI
BOARD OF DIRECTORS

This corporation shall have at least one director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws. The initial directors of the corporation and their addresses are:

Alina Silvers
12711 S. Dixie Hwy
Miami, Fl. 33156

Michael A. Silvers
12711 S. Dixie Hwy
Miami, Fl. 33156

Max Langen
112 S. Hibiscus Island
Miami Beach, Fl. 33139

ARTICLE VII
INCORPORATORS

The name and address of the person signing these Articles are:

Danielle Nahas
c/o LANGEN & LANGEN, P.A.
112 South Hibiscus Drive
Miami, Fl. 33139-5130

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any officer, Incorporator or Director or any former officer, Incorporator or Director, to the full extent permitted by law.

ARTICLE IX
BUY-OUT, RIGHT OF FIRST REFUSAL PROVISIONS

Any shareholder may make an offer for the shares of any other shareholder. The offered-to shareholder must accept the offer, or must buy the offeror's shares at the exact same per share price as the offer. Seven days after the offer is made, unless the offered-to shareholder tenders this amount, tender of the amount of the offer to the shareholder at her address of record or the registered agent's office shall complete the sale of the shares of this corporation. Under this provision, any shareholder can force any other shareholder out of the corporation, subject to the risk that the other shareholder turns around and forces them out. This is a restriction on the shares of this corporation.

Any shareholder selling her shares to any party who is not already a shareholder of the corporation must first give all other shareholders holding more than 5% of the outstanding shares an chance to make an offer under the above paragraph, and must allow for the seven days contemplated above. This requirement, however, may not be used to delay that sale, by, for example, avoiding notice of the plan to sell.


ARTICLE X
BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE XI
CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of the filing of these Articles with the Secretary of State.

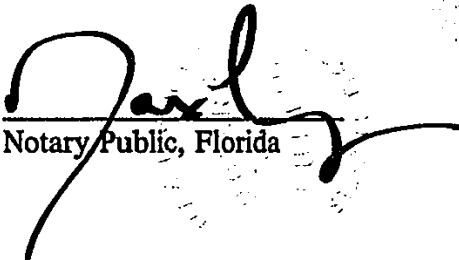
In witness whereof, the undersigned incorporator executed these Articles of Incorporation this 19th day of June, 1997.


Incorporator
Danielle Nahas

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 19th day of June, 1997, by
Danielle Nahas who is:

☒ personally known to me; or
_____ has produced _____ as identification and
who did (did not) take an oath.


Notary Public, Florida

My commission expires:



MAX LANGEN
My Comm Exp. 7/12/98
Bonded By Service Inc
No. CC392053
[[Personally Known] [[Other I.D.]

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the registered agent of LIZARDS ON ICE, INC.

This acceptance is dated the 19th of June, 1997.


Max Langen

FILED

97 JUN 26 PM 4:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA