

P97000057544

TRANSMITTAL LETTER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 30 AM 11:30

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Alliance Kitchen Systems, Inc.  
(Proposed corporate name must include suffix)

400002225914--3  
-06/30/97--01030--008  
\*\*\*\*122.50 \*\*\*\*122.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☒ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Yasmi Govin Esquire  
Name (Printed or typed)

8010 S.W. 151 Court  
Address

Miami, Florida 33193  
City, State & Zip

(305) 385-7117  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN JUL - 1 1997

**ARTICLES OF INCORPORATION  
OF  
ALLIANCE KITCHEN SYSTEMS, INC.  
a Florida Corporation**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 30 AM 11:30

The undersigned, as the incorporator of Alliance Kitchen Systems, Inc., (the "Corporation") for the purpose of forming a Florida corporation under the Florida Business Corporation Act, hereby adopts and files these Articles of Incorporation.

**ARTICLE I  
NAME AND ADDRESS OF PRINCIPAL OFFICE**

The name of the corporation is **ALLIANCE KITCHEN SYSTEMS, INC.** Its principal office and mailing address is 8500 S.W. 117th Road, Miami, Florida 33183.

**ARTICLE II  
SHARES**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having a par value of \$.001 per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

**ARTICLE III  
DURATION**

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

**ARTICLE IV**  
**POWERS**

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Florida Statutes, as amended and supplemented.

**ARTICLE V**  
**DIRECTORS**

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

**ARTICLE VI**  
**INITIAL DIRECTORS**

The name of the initial directors of this Corporation and their street addresses are:

Kim Miller  
8500 S.W. 117th Road  
Miami, Florida 33183

**ARTICLE VII**  
**INCORPORATION**

The name and address of the incorporator of this Corporation is:

Kim Miller  
8500 S.W. 117th Road  
Miami, Florida 33183

**ARTICLE VIII**  
**NAME AND ADDRESS OF INITIAL REGISTERED AGENT**

The street address of the initial registered agent of this Corporation is 8010 S.W. 151 Court, Miami, Florida 33193, and the name of the initial registered agent of this Corporation at that address is: Yasmi Govin, Esquire.

**ARTICLE IX**  
**BY-LAWS**

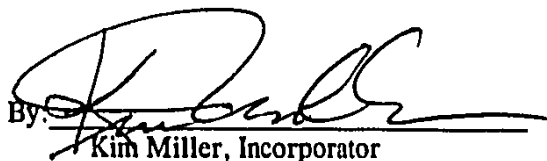
The power to adopt, alter, amend or appeal the By-Laws shall be vested in the Board of Directors, and the By-Laws shall be hereby adopted at the first meeting of the Board of Directors. Such By-Laws may be amended or repealed in whole or in part in the manner provided therein. Any amendment to the By-Laws shall be binding on all members of this Corporation.

**ARTICLE X**  
**AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or in any subsequent amendment hereto, and such amendment to these Articles of Incorporation may be proposed by a director and presented as provided in the By-Laws to a quorum (as defined therein) of the Board of Directors for their vote; amendments may be adopted by a majority of the members of the Board of Directors of the Corporation at a meeting in which a quorum exists.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 26<sup>th</sup> day of June, 1997.

ALLIANCE KITCHEN SYSTEMS, INC.

By:   
Kim Miller, Incorporator

## ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent for ALLIANCE KITCHEN SYSTEMS, INC., (the "Corporation"), in the foregoing Articles of Incorporation, I, on behalf of the Corporation, hereby am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of the registered agent.

**REGISTERED AGENT:**



Yasmi Govin, Esquire  
8010 S.W. 151 Court  
Miami, Florida 33193

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Dated: June 26, 1997