

P97000075575

Requestor's Name

Mark Escoffery, P.A.

Certified Public Accountant

4241-A Northlake Boulevard
Palm Beach Gardens, Florida 33410

City/State/Zip

Phone #

Office Use Only

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

1. JUS FISH, 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

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-07/24/97--01063--006
****122.50 ****122.50

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

2544.
W97-17283

07/24/97 12:15
JUL 24 1997
FBI - MIAMI

Examiner's Initials

9/2/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -2 AM 10:15

JUS FISH, INC.
1601 Old Dixie Highway, #5
Riviera Beach, Florida 33404

August 21, 1997

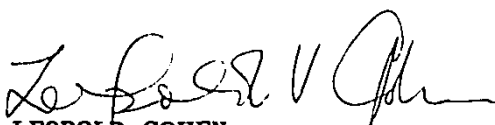
Claretha Golden
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

I am returning herewith copies of Articles of Incorporation for JUS FISH, INC., and wish to advise that I am aware of the existence of the corporation with the name "Just Fishing, Inc." I do not anticipate that there will be any conflict.

I should mention that I spoke with your office in Tallahassee and was informed that if I wished to keep the name JUS FISH, INC. I should advise the Division of Corporations in writing of my desire to do so, hence this letter.

Your kind cooperation in this matter is greatly appreciated.

Sincerely,


LEOPOLD COHEN



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
CLERK OF THE STATE
CORPORATIONS
JUL 28 1997
JUL 13 15

July 28, 1997

MARK ESCOFFERY, P.A.
4241-A NORTHLAKE BOULEVARD
PALM BEACH GARDENS, FL 33410

SUBJECT: JUS FISH, INC.
Ref. Number: W97000017283

We have received your document for JUS FISH, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 997A00037906

ARTICLES OF INCORPORATION
OF
JUS FISH, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -2 11:15

We, the Undersigned Incorporators of these Articles of Incorporation, who are the natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

Name of the Corporation

The name of the Corporation shall be:

JUS FISH, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this Corporation is the operation of restaurants and catering activities or business permitted under the Laws of the United States and the State of Florida.

Said powers shall include, but not limited 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 except that it is not to conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, telegraph, telephone or cemetery company, a building or loan association, fraternal benefit society, state fair or exposition.

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 in all other States and Countries.

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

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

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.

In furtherance, and not in any limitation of the general powers conferred by the Laws of the State of Florida and of the purposes and objects hereinabove stated, this Corporation shall have all and singular the following powers:

- A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or corporation, joint venture or otherwise, with any

person, firm or corporation to carry on any business which this Corporation has the direct or incidental authority to pursue.

- B. To purchase and acquire any or all of its shares owned and held by any such stockholder as should desire to sell, transfer or otherwise dispose of his shares, or any or all of its shares owned and held by a stockholder who dies; provided, however, the capital of this Corporation cannot be impaired thereby.
- C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a thrift and saving plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.
- D. The Corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in, or covered by, said provisions, and the indemnification provided for herein shall not be deemed exclusive or any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity

while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE III

Capital Stock

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1,000 shares at \$1.00 par value.

ARTICLE IV

"1244 STOCK"

All stock issued shall be issued pursuant to the requirements of Section 1244 of the Internal Revenue Code for said stock to qualify under that Section.

ARTICLE V

Initial Capital

The amount of capital with which this Corporation will begin business is not less than \$1,000.00 (ONE THOUSAND DOLLARS).

ARTICLE VI

Terms of Existence

This Corporation is to exist perpetually.

ARTICLE VII

Principal Place of Business

The initial street address in this State of the principal office of this Corporation is 1601 Old Dixie Highway #5, Riviera Beach, Florida 33404. The Board of Directors may, from time to time remove the principal office to any other address in Florida.

ARTICLE VIII

Directors

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE IX

Initial Directors

The names and addresses of the members of the first Board of Directors are:

TITLE	ADDRESS
PRESIDENT: LEOPOLD COHEN	2192 Amesbury Circle Wellington, Fl 33414
SECRETARY/TREASURER: DONNA COHEN	2192 Amesbury Circle Wellington, Fl 33414

ARTICLE X

Incorporators

The names and street addresses of the Incorporators of these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefore are:

NAME	ADDRESS	SHARES	PAID
LEOPOLD COHEN	2192 Amesbury Circle Wellington, Fl 33414	500	\$500
DONNA COHEN	2192 Amesbury Circle Wellington, Fl 33414	350	\$350
RONALD ANDREWS	2192 Amesbury Circle Wellington, Fl 33414	150	\$150

ARTICLE XI

Registered Agent

The initial registration of the Registered Office of this Corporation shall be 1601 Old Dixie Highway, #5, Riviera Beach, Florida 33404, and the Registered Agent shall be LEOPOLD COHEN.

Pursuant to Florida Statutes Section 607.164 having been named to accept process for the above stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY


LEOPOLD COHEN

57 SEP -2 7 1965

ARTICLE XII

Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors, as provided by Law, by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in persons at a meeting.

ARTICLE XIII

Action by Directors Without a Meeting

The Directors of this Corporation may take action by written consent as provided by Law.

ARTICLE XIV

Ratification of Incorporator's Actions and Adoption of Contracts

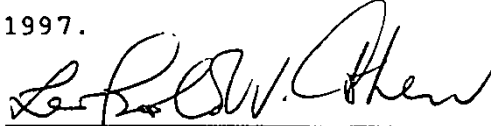
This Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned Incorporator performed prior to the effective date of these Articles of Incorporation and done on behalf of this Corporation. The Corporation further authorizes its Director to assume all expenses made on behalf of the Corporation, prior to its existence, for any and all expenses incurred in the organization and formation of the Corporation.

ARTICLE XV

Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the Incorporator of the above named Corporation, have set my hands this day of 1997.


LEOPOLD COHEN

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I hereby certify that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared LEOPOLD COHEN known to me to be the person described as the Incorporator in, and who executed, the foregoing Articles of Incorporation and that he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the State and County
last aforesaid this 16 day of July 1997.



LOURDES GONZALEZ
COMMISSION # CC 493153
EXPIRES NOV 04, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

Loures Gonzalez
Notary Public

My Commission Expires: