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Boyd Branch

Requestor's Name

1407 Piedmont Drive E.

Address

Tally, FL 32312 386-2171

City/State/Zip

Phone #

FILED
98 FEB 25 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

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

1. LAPJ INC

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

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DIVISION OF CORPORATION

☒ Walk in

☒ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certificate of Status

need 2

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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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

Examiner's Initials	
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**ARTICLES OF INCORPORATION
OF
LAPJ, INC.**

The undersigned natural person, of legal age, acting as Incorporator under the provisions of Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

Name and Address of Corporation

The name of this Corporation shall be LAPJ, Inc..

ARTICLE II

Principal Place of Business and Mailing Address

The principal place of business and mailing address of the Corporation shall be 6685 Forrest Hill Boulevard, Suite 204, West Palm Beach, Florida 33413.

ARTICLE III

Purposes

The purpose of this Corporation is to operate a restaurant establishment and conduct any and all other business that may be allowed under the laws of the State of Florida.

ARTICLE IV

Board of Directors

The business of the Corporation shall be managed initially by a board of one (1) director. The number of directors may be, as provided in the By-Laws, increased, but shall never be less than one (1) director. The name and address of the director constituting the initial board is:

<u>Name</u>	<u>Address</u>
Ronald K. Wahl	6685 Forrest Hill Boulevard Suite 204 West Palm Beach, Florida 33413

ARTICLE V

Corporate Powers

The corporate powers of this Corporation are as provided in §610.0302, Fla.Stat.

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ARTICLE VI

Initial Registered Office and Agent

The address of this Corporation's initial registered office in Florida is 1407 Piedmont Drive East, Tallahassee, Florida 32312, and the name of its initial registered agent at said address is Wm. Scott Lindsey.

ARTICLE VII

Incorporator

The name and address of the Incorporator is as follows:

<u>Name</u>	<u>Address</u>
Wm. Scott Lindsey	1407 Piedmont Drive East Tallahassee, Florida 32312

ARTICLE VIII

Stock Clause

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be Ten Thousand (10,000) shares of common stock, all of one class at One and No/100 Dollars (\$1.00) par value per share.

ARTICLE IX

Duration

The Corporation shall have perpetual existence.

ARTICLE X

Preemptive Rights

Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of the class, kind or series of stock in this Corporation which he presently owns that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in the ratio that the number of shares he holds at the time of issuance bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from this corporation, stating the prices, terms and conditions of the issuance of shares, and inviting

him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to this Corporation within thirty (30) days of receipt of notice from this Corporation.

ARTICLE XI

Effective Date

The date that corporate existence shall begin shall be upon filing by the Secretary of State. This election is pursuant to Section 607.0123, Florida Statutes.

ARTICLE XII

Fiscal Year

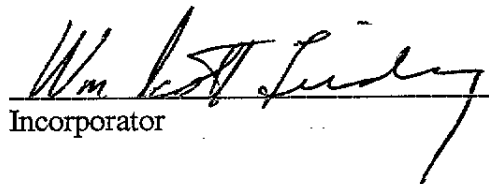
The accounting period which this Corporation intends to establish as its first fiscal year for federal and state purposes shall be the fiscal year ending on the last day of December, 1998.

ARTICLE XIII

By-Laws

By-Laws of this Corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders except as otherwise provided in the By-Laws.

IN WITNESS WHEREOF, the undersigned, being the only Incorporator of this Corporation, executes these Articles of Incorporation and certifies to the truth of the facts herein stated in the State of Florida, this 24th day of February, 1998.


Incorporator

State of Florida
County of Leon

The foregoing Articles of Incorporation of **LAPJ, Inc.**, were acknowledged before me this _____ day of February, 1998, by Wm. Scott Lindsey.

Notary Public

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is **LAPJ, Inc.**
2. The name and address of the registered agent and office is:

Wm. Scott Lindsey
1407 Piedmont Drive East
WTallahassee, Florida 32312

Wm Scott Lindsey
Signature

Incorporator
Title

2/24/98
Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Wm Scott Lindsey
Signature

2/24/98
Date

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