

LAW OFFICES
JAMES D. JACKMAN, P.A.

4608 26TH STREET WEST
BRADENTON, FLORIDA 34207
(941) 747-9191
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JAMES D. JACKMAN

[Large handwritten scribble]

May 13, 1998

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

100002530031--9
-05/20/98--01049--017
***131.25 ***131.25

Re: Denise's Cafe, Inc.

Dear Sir/Madam:

Please file the enclosed Articles of Incorporation for the above named corporation. I am enclosing my check in the amount of \$131.25 to cover the costs for filing the articles and for providing us with a Certificate of Status and certified copy of the Articles of Incorporation.

Thank you for your assistance to this matter.

Very truly yours,

LAW OFFICES OF
JAMES D. JACKMAN, P.A.

[Handwritten signature]
James D. Jackman

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 MAY 20 PM 2: 15

FILED

JDJ/slb
enclosure
cc: Denise Badalamenti

[Handwritten mark]

[Handwritten signature]

ARTICLES OF INCORPORATION
FOR
DENISE'S CAFE, INC.

FILED
98 MAY 20 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 607, Florida Statutes, adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be DENISE'S CAFE, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business of this corporation shall be:

7224 Manatee Avenue West
Bradenton, FL 34209

The Mailing address shall be:

7224 Manatee Avenue West
Bradenton, FL 34209

ARTICLE III - SHARES

The number of outstanding shares that this corporation is authorized to have outstanding at any one time is: 500

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

James D. Jackman, Esq.
4608 26th Street West.
Bradenton, FL 34207

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is/are:

Denise Badalamenti
7224 Manatee Avenue West
Bradenton, FL 34209

ARTICLE VI - PURPOSE

The initial purpose of this corporation is any and all business purposes allowed under the laws of Florida.

ARTICLE VII - OFFICERS

The officers of the Corporation shall be as follows:

Denise Badalamenti - President
Michael Badalamenti - Secretary and Treasurer

The undersigned incorporator(s) has/have executed these Articles of Incorporation this 14 day of May, 1998.

Denise Badalamenti
DENISE BADALAMENTI, INCORPORATOR

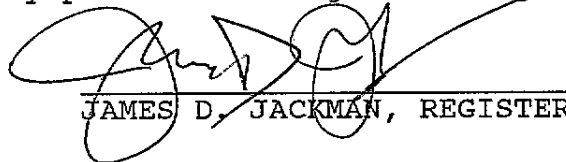
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, 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 DENISE'S CAFE, INC.
2. The name and address of the registered agent and office is:

James D. Jackman, Esq.
4608 26th St. W.
Bradenton, FL 34207

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 as 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.



JAMES D. JACKMAN, REGISTERED AGENT

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA