

99000025012



ACCOUNT NO. : 072100000032

REFERENCE : 173430 6179A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : March 18, 1999

ORDER TIME : 10:28 AM

ORDER NO. : 173430-005

CUSTOMER NO: 6179A

000002810370--3

CUSTOMER: Ms. Joann Govatos
WEISS & HANDLER, P.A.
WEISS & HANDLER, P.A.
Suite 218 A
2255 Glades Road
Boca Raton, FL 33431-7383

DOMESTIC FILING

NAME: SWINGTIME BALLROOM, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

J 3/18/99

RECEIVED

99 MAR 18 AM 11:19

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 19 PM 2:08

ARTICLES OF INCORPORATION OF 99 MAR 18 PM 2: 08
SWINGTIME BALLROOM, INC.

The undersigned for the purpose of forming a corporation for profit under and by virtue of the laws of the State of Florida, do hereby make, subscribe and acknowledge this Certificate for that purpose.

ARTICLE I

The name of the corporation shall be **SWINGTIME BALLROOM, INC.**

ARTICLE II

The general nature of the business or businesses to be transacted by the corporation, as principal, as agent or as broker, is as follows:

1. To engage in any activity or business permitted under the laws of the United States and of the State of Florida.
2. To do all and everything necessary and appropriate for the accomplishment of the business and objects enumerated in this Certificate or any amendment thereof, necessary or incidental to the attainment of the business or objects of the corporation, whether or not such business or objects of the corporation are similar in nature to the business or objects set forth in this Certificate or any amendment thereof.
3. To buy, purchase, exchange, sell, hire, lease, mortgage, deal in, and encumber real estate and personal property, either improved or unimproved, of every kind and description.

The foregoing shall be construed as objects and powers in furtherance not in

limitation of the general powers conferred from time to time by laws of the State of Florida; and it is hereby expressly provided that the enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation, and that the corporation shall and may do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or objects herein enumerated, either alone or in association with other corporations, firms or individuals to the same extent and as fully as individuals might or could do as principals, agents, contractors or otherwise.

ARTICLE III

The maximum number of shares of capital stock which the corporation is authorized to have outstanding at any time is One Thousand (1000) shares of common stock with a par value of One Dollar (\$1.00) per share and Five Hundred (500) shares of preferred stock with a par value of One Dollar (\$1.00) per share. Shares of Preferred and Common Stock may be issued as prescribed under Section 607.0624 and 607.0627.

ARTICLE IV

All shares of Preferred Stock shall have unlimited voting rights and shall be redeemable or convertible at the option of the corporation and its officer and/or directors for cash, indebtedness, securities or other property and shall have preference over any other class of shares with respect to distributions, including dividends and distributions upon the dissolution of the corporation and pursuant to Section 607.0601. All shares of Common Stock shall not have voting rights and shall be issued as prescribed under Sections 607.0621 and 607.02724. Shares of Common Stock are

considered to be "redeemable" shares and shall not be deemed to be outstanding, after a notice of redemption is mailed to the holders thereof and a sum sufficient to redeem such shares has been deposited with a bank, trust company, or other financial institution upon an irrevocable obligation to pay the holders the redemption price under surrender of the shares.

ARTICLE V

The amount of capital with which the corporation shall begin business shall not be less than Five Thousand (\$5000.00).

ARTICLE VI

The corporation shall have perpetual existence unless sooner dissolved according to law, and its existence shall commence upon filing.

ARTICLE VII

The principal office of this corporation is to be located at 23444 Shetland Run, Boca Raton, FL 33433.

The Board of Directors shall have the power and the authority to establish branch offices and places of business of this corporation at any point in the State of Florida, or in any state, territory, or district of the United States, or in any foreign country, as they may deem necessary for the best interests of the business.

ARTICLE VIII

This corporation shall have one (1) Director initially. The business of this corporation shall be conducted by a Board of Directors of one (1) or more Directors. The Board of Directors shall have the power and authority to prescribe the consideration to be paid to the corporation in exchange

for the issuance and disposal of its capital stock. The Board of Directors shall also have the authority to adopt bylaws which shall govern the operation of the business of this corporation, and to thereafter amend the same from time to time if necessary.

ARTICLE IX

The name and post office address of the Incorporator signing these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Kal Branson	2344 Shetland Run Boca Raton, FL 33433

The value of consideration which the subscribers shall pay for each share of stock shall be at least one hundred dollars (\$100.00) per share, and the proceeds of the stock subscribed for will be at least as much as the amount necessary to begin the business of the corporation at the time to stock certificates thereof are issued and the corporation otherwise activated.

ARTICLE X

The names and post office address of the Directors and Officers who shall hold office for the first year of the corporation's existence or until their successors have been elected and qualified are as follows:

<u>Name</u>	<u>Address</u>
KAL BRANSON President/Treasurer	23444 Shetland Run Boca Raton, Florida 33433

MONICA BRANSON
Secretary

2344 Shetland Run
Boca Raton, Florida 33433

ARTICLE XI

This corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE XII

All of the subscribers to these Articles of Incorporation are over the age of twenty-one years, are sui juris, and citizens of the United States.

Stock certificates of this corporation shall not be issued unless and until the same are paid for in full with cash, or its equivalent. Stock certificates shall not be valid unless signed and issued by the president and attested by the secretary, who shall affix thereon the corporate seal.

ARTICLE XIII

The name of the initial registered agent and the address of the initial registered office of the corporation is as follows:

JOANN GOVATOS

c/o Weiss & Handler, P.A.
2255 Glades Road, Suite 218A
Boca Raton, FL 33431

ARTICLE XIV

Nothing in these Articles of Incorporation shall be taken to limit the power of this

corporation, and this corporation shall have all the rights and powers that are expressly stated under the Florida Statutes and Laws (F.S. 607 and as amended in the future).

The corporation shall elect to be taxed as a "small business corporation" for income tax purposes under the provisions of section 1372, Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned, being the original subscribers to the capital stock herein, has made and subscribed these Articles of Incorporation this 8th day of MARCH, 1999, and the undersigned incorporator.


KAL BRANSON
Incorporator

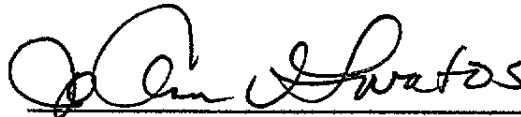
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 18 PH 2:08

ACCEPTANCE OF REGISTERED/RESIDENT AGENT

I HEREBY state that having been designated to accept service of process for the above stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and hereby state that I am familiar with and accept the duties and responsibilities as Registered Agent for this corporation and agree to comply with the provisions of Section 607.0505 of the Florida Statutes.

DATED: 3/8/99

A handwritten signature in cursive script, appearing to read "Joann Govatos", written over a horizontal line.

JOANN GOVATOS, Registered Agent