OFFICE USE ONLY (Document #) LAZARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE (Address) (305)552-5973 MIAMI, FLORIDA (Phone #) (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) Pick up time Certified Copy Walk in Certificate of Status Will wait Photocopy Mail out AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other **REGISTRATION** OTHER FILNGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

ARTICLES OF INCORPORATION

OF

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TALLAHASSEE FLORIE

FROM CONEY ISLAND, INC.

THE UNDERSIGNED hereby associate themselves for the purpose of becoming a Corporation under the laws of the State of Florida (Florida General Corporation Act), as they now exist or may be amended, pursuant to the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is:

FROM CONEY ISLAND, "Inc.", and the principal place of business and mailing address is 10072 NW 53rd Street, Sunrise, Florida 33351.

ARTICLE II

The duration of this Corporation shall be the perpetual and shall commence on the date of the execution and acknowledgement of these Articles of Incorporation.

ARTICLE 111

The purpose or purposes for which the Corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the laws of the State of Florida pursuant to the Florida General Corporation Act.

The purpose of the Corporation is any lawful purpose pursuant to the laws of the State of Florida.

ARTICLE IV

The total authorized shares:

1. Common Shares - 300 shares valued at \$10 a share \overline{t} 0 Adam T. Jacobs.

2. Common Shares - 100 shares valued at \$10 a share to David A. Fāilla.

Preferred Shares none.

3. A statement of all or any of the relative rights, preferences, and limitations of the shares are as follows:

The majority Shareholder elects one member to the Board of Directors and appoints the President and Treasurer of the Corporation.

The minority Shareholder elects one member to the Board of Directors and appoints the Secretary of the Corporation.

- 4. All shares of the common stock are not transferable and are restricted. The Corporation has the option to buy back the shares at their value within 90 days of notification that the shareholder has died, has been declared incompetent, retired, or wants to sell his or her shares in the Corporation.
- 5. If a vacancy exists on the Board of Directors the Shareholder that elected the prior Director may appoint a Director to fill the position.

ARTICLE V

The holders of the outstanding common stock shall be entitled to receive, when and as declared by a majority vote of the Board of Directors, dividends payable either in cash, in property, or in shares of common stock of the Corporation.

ARTICLE VI

Every Shareholder, upon the sale for cash of any new stock of the Corporation of common stock, shall have the right to purchase his or her prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

This Corporation shall have all those rights, powers, and duties as delineated in Florida Statues, Chapter 607, as it now exists or may hereafter be amended; including, but not limited to any lawful purpose pursuant to the laws of the State of Florida.

- The address of the registered office is:
 10072 NW 53rd Street, Sunrise, Florida 33351.
- 2. The name of the registered agent at the registered office is:

 Gail Addlestone.

ARTICLE VIII

The names and addresses of the incorporators are as follows: Adam T. Jacobs, 1125 Satinleaf Street, Hollywood, FL 33019. David A. Failla, 1055 SW 11th Street, Boca Raton, FL 33486.

Article IX

- 1. The Shareholders may amend these Articles of Incorporation by a majority vote of the Shareholders. All Shareholders must be present at the meeting to have a quorum.
- 2. The officers of the Corporation cannot be removed without a majority vote of the Shareholders.
- 3. The Shareholders must amend the By-laws by a majority vote.

ARTICLE X

This Corporation shall have two (2) Directors initially. The number of Directors may either be increased or diminished from time

to time and will be reflected in the By-laws of this Corporation, but shall never be less than one (1) Director. The names and addresses of the initial Directors of this Corporation are:

Adam T. Jacobs, Director, President, Treasurer, 1125 Satinleaf Street, Hollywood, FL 33019.

David A. Failla, Director, Secretary, 1055 SW 11th Street, Boca Raton, FL 33486.

The names and addresses of the persons signing these Articles are: Adam T. Jacobs, 1125 Satinleaf Street, Hollywood, FL 33019.

David A. Failla, 1055 SW 11th Street, Boca Raton, FL 33486.

ARTICLE XI

This Corporation reserves the right to repeal any provision or provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred on the Shareholders is subject to this reservation.

The undersigned subscriber has executed these Articles of Incorporation this 30 day of MARCH 1999.

Adam T. Jacobs, Director

David A. Failla, Director

STATE OF FLORIDA)
COUNTY OF DADE

Before me, the undersigned authority, personally appeared Adam T. Jacobs and David A. Failla to me well known to be the persons who executed the foregoing Articles of Incorporation and acknowledged before me according to law, that they made and subscribed the same

IN WITNESS WHEREOF, I have set my hand and seal hereunto this 30 day of 4ACCH, 1999.

PROPULED FL DRIVERS

My Commission Expires:

Rita S Kesšler My Commission CC601528 Expires December 26, 2000 CERTIFICATE DESIGNATION (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 607.34 Florida Statues, the following is submitted, in compliance with said Act:

First that From Coney Island. INC.

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Suńrise, County of Broward, State of Florida, has named Gail Addlestone, 10072 NW 53rd Street, Sunrise, Florida 33351 County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the said Act relative.

Registered Agent

adam J. Jacobs

ADAM T. JACOBS

Notary Public, State of Florida
My Comm. Expires Nov. 30, 1999

No. CC 513180

Bonded Thin Official Notary Service

1-(800) 762-003

3/30/99