# 20032820

DIANA HO-YEN WILLIAMS 6771 AZALEA DRIVE MIRAMAR, FLORIDA 33023 (954) 964-4592

April 2, 1999

Florida Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, Florida 32314

900002829099---8 -04/05/99--01087--003 \*\*\*\*\*78.75 \*\*\*\*\*78.75

Re:

Articles of Incorporation for

Tropical Oasis Restaurant & Lounge, Inc.

Dear Sir/Madam:

Enclosed please find an original and (1) copy of Articles of Incorporation for Tropical Oasis Restaurant & Lounge, Inc. Also enclosed is a check made payable to Florida Department of State in the amount of \$78.75 to cover the charges of Filing Fees (\$35); Registered Agent Designation (\$35) and Certified Copy (\$8.75).

If there is a problem with my application you may leave contact me at the above phone number or leave a message at (305) 807-1456 (cell phone).

Thank you in advance for your attention and cooperation in this matter.

Sincerely,

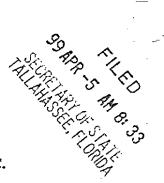
Diana Hoyen Williams Diana Ho-Yen Williams

DHW:as Enclosures

# ARTICLES OF INCORPORATION

**OF** 

# TROPICAL OASIS RESTAURANT & LOUNGE, INC.



#### ARTICLE I - NAME AND ADDRESS

The name of this corporation is **TROPICAL OASIS RESTAURANT & LOUNGE**, INC. (the "Corporation"). The address of the principal office and the mailing address of the Corporation is 6771 Azalea Drive, Miramar, Florida 33023.

# ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

# ARTICLE IV - INITIAL REGISTERED

# OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

Name 1

<u>Address</u>

Diana Ho-Yen Williams

6771 Azalea Drive

Miramar, Florida 33023

# ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

#### ARTICLE VI - INITIAL

## **BOARD OF DIRECTORS**

The initial Board of Directors of the Corporation shall be comprised of **one person**.

The number of directors may be increased and thereafter either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The name and address of the sole member of the initial Board of Directors of the Corporation is:

Name Address

Diana Ho-Yen Williams 6771 Azalea Drive

Miramar, Florida 33023

Wilbert Ho-Yen 6771 Azalea Drive

Miramar, Florida 33023

John Williams

6771 Azalea Drive Miramar, Florida 33023

# ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

Name

Address

Diana Ho-Yen Williams

6771 Azalea Drive Miramar, Florida 33023

#### ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

## ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

#### **ARTICLE X - AMENDMENT**

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of April, 1999.

Diana Ho-Yen Williams, Incorporator

# ACCEPTANCE OF APPOINTMENT

OF

#### REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

Acana for you Williams, Registered Agent

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SECRETARY OF STATE
AND AHASSEE, FLORIDA