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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

*Marietta's Gelato Inc.*

☐ Walk In

☐ Pick Up Time

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☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

NEW FILINGS	
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<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

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

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

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Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

FILED  
99 JUL 26 PM 3:36  
TALLAHASSEE, FLORIDA

RECEIVED  
99 JUL 26 PM 2:13  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE

*gjc 7/26*

**ARTICLES OF INCORPORATION**

**OF**

**MAIETTA'S GELATO, INC.**

**ARTICLE I - NAME**

The name of this corporation is Maietta's Gelato, Inc.

**ARTICLE II - DURATION**

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

**ARTICLE III - PURPOSE**

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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#### **ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1290 Federal Highway, Rockledge, Florida, 32955, and the name of the initial registered agent of this corporation at that address is Christopher J. Coleman, Esquire.

#### **ARTICLE VIII - INCORPORATORS**

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

<u>NAME</u>	<u>ADDRESS</u>
CHRISTOPHER J. COLEMAN, ESQUIRE	1290 Federal Highway Rockledge, FL 32955

#### **ARTICLE IX - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

## **ARTICLE X**

### **APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

### **ARTICLE XI - COMPENSATION OF DIRECTORS**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

### **ARTICLE XII - INDEMNIFICATION**

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

### **ARTICLE XIII - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

### **ARTICLE XIV - PRINCIPAL OFFICE**

The principal office address and mailing address of this corporation shall be: 1047 Small Court, Apartment 40, Indian Harbor Beach, Florida 32937.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation this 21<sup>st</sup> day of July, 1999,

  
CHRISTOPHER J. COLEMAN, ESQUIRE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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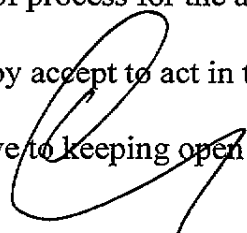
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in  
compliance with said Act:

FIRST that Maietta's Gelato, desiring to organize under the laws of the State of  
Florida, with its principal office as indicated by the Articles of Incorporation in the City  
of Indian Harbor Beach, County of Brevard, State of Florida, has named Christopher J.  
Coleman, Esquire, 1290 Federal Highway, Rockledge 32955 as its agent to accept service  
of process within this State.

ACKNOWLEDGMENT

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 said Act relative to keeping open said office.

  
CHRISTOPHER J. COLEMAN, ESQUIRE (S)

Dated this 21<sup>st</sup> day of July, 1999.