

# P 97000075563

— Bayview Pool Bar & Grill  
 801 S. Brickell Bay Dr  
 — Miami, FL 33131

City/State/Zip Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ 700002281007--4  
 (Corporation Name) (Document #) -08/29/97--01061--013  
 \*\*\*\*\*78.75 \*\*\*\*\*78.75
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

- Walk in     
  Pick up time \_\_\_\_\_     
  Certified Copy  
 Mail out     
  Will wait     
  Photocopy     
  Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<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

SEP 17 10 51 AM '97  
 STATE OF FLORIDA  
 SECRETARY OF STATE

Examiner's Initials **J 8/2/97**

ARTICLES OF INCORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 29 11 5:13

OF

BAYVIEW POOL BAR & GRILL, INC.

The undersigned subscriber to these Articles of Incorporation, each a natural person competent to contract, hereby associate herself to form a corporation under the laws of the State of Florida.

ARTICLE ONE, NAME

The name of this corporation shall be:

BAYVIEW POOL BAR & GRILL, INC.

ARTICLE TWO, NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity of business permitted under the laws of the State of Florida and of the United States.

ARTICLE THREE, TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida . The date on which the corporations existence shall begin is: As dated by the Secretary of State.

#### ARTICLE FOUR, CAPITAL STOCK

This corporation is authorized to issue shares of stock as follows:

- A. Designation: The stock of this corporation shall be known as common stock.
- B. Authorized: The maximum number of shares of common stock that this corporation may issue is: 200 shares.
- C. Par Value: Each share of common stock shall have the par value of: One Dollar (\$1.00) per share.
- D. Consideration: Shares of common stock may be rendered; or any combination of the foregoing issued in exchanged for cash, real property, labor or services of fraud in the transaction the judgement of the Board of Directors as to the value of any such consideration shall be conclusive
- E. Non-assessability: Each share of common stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation. The majority shall be fifty one percent of the shares.
- F. Voting Rights: Each share of common stock shall entitle the record holder thereof to one vote upon each proposal presented at the meetings of the stockholders of the corporation. The majority shall be fifty one percent of the shares.
- G. Cumulative Voting: No holder of common stock shall be entitled to any right of cumulative voting.
- H. Dividends: Record holders of common stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.
- I. Liquidation Rights: Holders of common stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after the payment of all debts and obligations.

**ARTICLE FIVE, MINIMUM CAPITAL**

The amount of capital with which the corporation shall begin shall not be less than Two Hundred Dollars (\$200.00) or such greater amount as may be required by law.

**ARTICLE SIX, ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida is:

801 South Brickell Bay Drive  
Miami, Florida 33131

**ARTICLE SEVEN, NUMBER OF DIRECTORS**

This corporation shall at all times have at least one director. The corporation shall have one director initially, whose name and street address is as follows:

Name	Address
Maria A. Santos Director, President & Secretary	801 South Brickell Bay Drive Miami, Florida 33131

**ARTICLE EIGHT, SUBSCRIBER'S ADDRESS**

The name and street address of the subscriber of these articles of incorporation is as follows:

Name	Address
Maria A. Santos	801 South Brickell Bay Drive Miami, Florida 33131



**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT UPON WHOM PROCESS  
MAY BE SERVED WITHIN STATE.**

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: Bayview Pool Bar & Grill, Inc. desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at Dade County, State of Florida has named; Maria A. Santos as its agent to accept service of process within this State.

  
\_\_\_\_\_  
Maria A. Santos

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

  
\_\_\_\_\_  
Maria A. Santos

STATE OF FLORIDA)  
SS  
COUNTY OF DADE )

I, Gustavo D. Suero, HEREBY CERTIFY: that on this date, before me, a Notary Public duly authorized to administer oaths and take acknowledgement, personally appeared Maria A. Santos to me well known to be the person described in and who executed the aforesaid document.

WITNESS MY HAND and official seal at Miami, Florida.

Date: August 27, 1997

  
\_\_\_\_\_  
Notary Public, State of Florida at Large.



GUSTAVO D. SUERO  
COMMISSION # CC 508965  
EXPIRES OCT 31, 1999  
BONDED THRU  
ATLANTIC BONDING CO INC.

97 AUG 29 11 51 AM

STATE OF FLORIDA  
NOTARY PUBLIC