

2002 UNIFORM BUSINESS REPORT (UBR)

DOCUMENT # **K85775**

1. Entity Name
BEST DESSERTS OF MIAMI, INC.

Principal Place of Business
**C/O MILLER & WEBNER.P.A.
444 SW 18TH ROAD
MIAMI FL 33129**

Mailing Address
**C/O MILLER & WEBNER.P.A.
444 SW 18TH ROAD
MIAMI FL 33129**

FILED
May 12, 2002 8:00 am
Secretary of State

05-12-2002 90662 021 ***150.00



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

3. Mailing Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

4. FEI Number **65-0123868**

Applied For
Not Applicable

5. Certificate of Status Desired ☐ **\$8.75** Additional Fee Required

6. Name and Address of Current Registered Agent

7. Name and Address of New Registered Agent

**MILLER, REBECCA M.
MILLER & WEBNER, P.A.
2442 POINCIANA COURT
WESTON FL 33327**

Name
Street Address (P.O. Box Number is Not Acceptable)
City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. ☐ (See criteria on back)

**FILE NOW!!! FEE IS \$150.00
After May 1, 2002 Fee will be \$550.00
Make Check Payable to Department of State**

10. Election Campaign Financing Trust Fund Contribution. ☐ **\$5.00** May Be Added to Fees

11. OFFICERS AND DIRECTORS

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP
**PST
ROECKER, FRITZ
444 SW 18TH ROAD
MIAMI FL 33129** ☐ Delete

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP ☐ Change ☐ Addition

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP ☐ Delete

TITLE
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CITY-ST-ZIP ☐ Change ☐ Addition

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CITY-ST-ZIP ☐ Change ☐ Addition

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NAME
STREET ADDRESS
CITY-ST-ZIP ☐ Delete

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP ☐ Change ☐ Addition

13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE **Fritz J. Roecker**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/24/02 **305-856-2355**
Date Daytime Phone #

CR2E034 (9/01)

Attachment # K 85775

MINUTES OF ANNUAL SHAREHOLDERS' MEETING
OF
BEST DESSERTS OF MIAMI, INC.

Pursuant to the waiver of notice of annual meeting signed by all the shareholders, the annual shareholders' meeting of Best Desserts of Miami, Inc. was held at the offices of the corporation, at 444 S.W. 18th Road, Miami, Florida 33129 on April 19th, 2002.

Fritz Roecker presided as Chairman and recorded the minutes of the meeting. The reading of the minutes of the last meeting was waived unanimously.

The first order of business was the election of the Board of Directors. Upon motion duly made, seconded and carried, it was

RESOLVED, that the following named person is elected as sole director of the corporation to serve until the next annual meeting of shareholders, or until his successors are duly elected and qualified:

Fritz Roecker

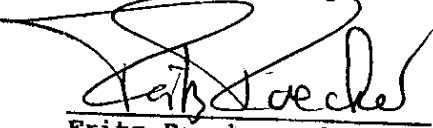
The second order of business was the approval and ratification of the contracts, agreements and leases executed and performed and the opening of bank accounts and other matters performed and actions taken by the officers and directors of behalf of the corporation over the past year. After a report by the officers and directors of the actions taken on behalf of the corporation over the preceding year and a summary of the contracts or other agreements entered into by the corporation and the promissory notes of other obligations, if any, executed of behalf of the corporation, upon motion duly made, seconded and carried, it was

RESOLVED, that the shareholder unanimously approve and ratify the actions taken by the officers and directors on behalf of the corporation for the calendar year 2001.

The Chairman read a report of the business of the corporation during the previous period, including a statement of the financial condition of the corporation, and upon motion duly made, seconded and carried, it was

RESOLVED, that the business and financial report for the calendar Year of 2001 was approved.

There being no further business, the meeting was adjourned.


Fritz Roecker, Chairman

Attachment # K85775

WRITTEN ACTION OF THE BOARD OF DIRECTORS OF
BEST DESSERTS OF MIAMI, INC.

The undersigned, being the sole Director of Best Desserts of Miami, Inc. does hereby consent to the adoption and approval of the following resolutions:

RESOLVED, that the individual whose name is set forth below is elected to the offices set forth opposite his name, to hold such office until the next annual meeting of the Board of Directors of this Corporation and until his respective successor or successors are elected and qualified.

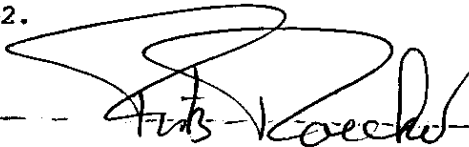
President
Secretary
Treasurer

Fritz Roecker
Fritz Roecker
Fritz Roecker

RESOLVED, that the Board of Directors hereby ratifies and approves the contracts, agreements, leases and other documents executed and performed and all actions taken to date on behalf of the Company by any officer or director acting in such capacity and hereby ratifies and approves all such actions and agreements as fully as if such actions were authorized, approved and consented to prior to their commission.

RESOLVED, that the officers of the company are authorized and instructed to cause all required tax returns and reports to be filed on behalf of the Company and to obtain and maintain any licenses or permits as may be required to be obtained or maintained in the name of the Company in order to carry on the business of this Company.

Dated this 19th day of April, 2002.



Fritz Roecker, Director

Attachment # K85775

WAIVER OF NOCTICE OF ANNUAL MEETING OF SHAREHOLDERS
OF
BEST DESSERTS OF MIAMI, INC.

The undersigned, being the sole shareholder of Best Desserts of Miami, Inc. hereby agrees and consents that the annual meeting of the shareholders of the corporation shall be held on the date and at the time and at the place designated hereunder and hereby waive all notice whatsoever of such meeting and of any adjournment of adjournments thereof.

The undersigned hereby further agrees and consents that any and all lawful business may be transacted at such meeting or at any adjournment or adjournments thereof as may be deemed advisable by the ~~shareholders present thereat. Any business transacted at such meeting~~ or at any adjournment or adjournments thereof shall be valid and legal and of the same force and effect as if such meeting or adjournment meeting was held after written notice.

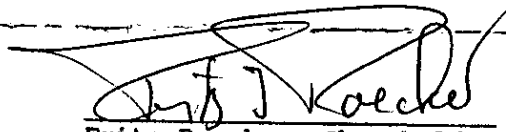
Place of Meeting: 444 S.W. 18th Road
Miami, Fl 33129

Date of Meeting: April 19th, 2002

Time of Meeting: 7:30pm

Purpose of
Meeting: Elect directors; review actions of officers
and directors; review financial condition of
corporation; any other business of the
corporation

Dated to be effective as of this 22nd day of April, 2002


Fritz Roecker, Shareholder

Attachment # K 85775

CERTIFICATE OF
CORPORATE STATUS AND INCUMBENCY

The undersigned, as President of Best Desserts of Miami, Inc., a Florida corporation ("Company"), hereby certifies that:

1. The Company is a duly formed, valid existing corporation in good standing under the laws of the State of Florida.
2. The following is the duly elected or appointed director of the Company and is incumbent as sole director as of the hereof:

Fritz Roecker

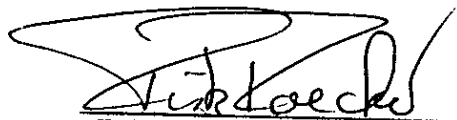
3. The following individual is duly elected or appointed to the offices of the Company set forth opposite his name and is incumbent in such offices as of the date hereof.

<u>Name</u>	<u>Title</u>
Fritz Roecker	President
Fritz Roecker	Treasurer
Fritz Roecker	Secretary

4. Set forth below is a list of all the shareholders of the Company, and the percentage of total issued and outstanding Shares of the Company owned by each.

<u>Shareholder</u>	<u>Percentage of Total Shares</u>
Fritz Roecker	100%

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and affixed the Company's corporate seal this 19th day of April, 2002.


Fritz Roecker, President

Attachment # K 85775

WRITTEN ACTION OF THE BOARD OF DIRECTORS OF
BEST DESSERTS OF MIAMI, INC.

The undersigned, being the sole Director of Best Desserts of Miami, Inc. does hereby consent to the adoption and approval of the following resolutions:

RESOLVED, that the individual whose name is set forth Below is elected to the offices set forth opposite his name, to hold such office until the next annual meeting of the Board of Directors of the Corporation and until his respective successor or successors are elected and qualified.

President	Fritz Roecker
Secretary	Fritz Roecker
Treasurer	Fritz Roecker

RESOLVED, that the Board of Directors hereby ratifies and approves the contracts, agreements, leases and other documents executed and performed and all actions taken to date on behalf of the Company by any officer or director acting in such agreements as fully as if such actions were authorized, approved and consented to prior to their commission.

RESOLVED, that the officers of the Company are authorized and instructed to cause all required tax returns and reports to be filed on behalf of the Company and to obtain and maintain any licenses or permits as may be required to be obtained or maintained in the name of the Company in order to carry on the business of this Company.

Dated this 19th day of April, 2002.


Fritz Roecker, Director