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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

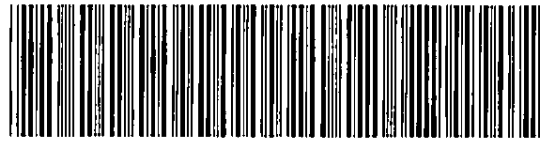
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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12/27/23--01024--020 **25.00

2023 DEC 27 PM 3:47
CLERK OF STATE
TALLAHASSEE, FL

FILED

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Vienna Cafe and Bistro House LLC

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Marc Rodnik

Name of Person

Vienna Cafe and Bistro

Firm/Company

5724 S Flamingo Rd

Address

Cooper City, FL 33330

City/State and Zip Code

mrodnik@viennacafeandbistro.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marc Rodnik

405

471-1009

at (_____) _____

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Vienna Cafe and Bistro House LLC

(A Florida Limited Liability Company)

N/A

N/A

N/A

N/A

Enter Florida street address

, Florida

C'ity.

Zip Code

If Changing Registered Agent, Signature of New Registered Agent

If amending Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager

AMBR = Authorized Member

[illegible]

D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

N/A

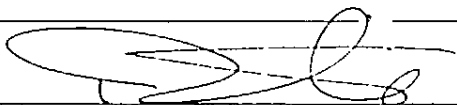
E. Effective date, if other than the date of filing: _____ (optional)

(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b):

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of: (b) The 90th day after the record is filed.

Dated 12/15/2023



Signature of a member or authorized representative of a member

Marc Rodnik

Typed or printed name of signee

Filing Fee: \$25.00

Registration Section
Division of Corporations

Subject: Request for Business Name Change

Dear Sir/Madam,

I trust this letter finds you well.

I have recently purchased the business asset with a trade name previously known as Vienna Café and Bistro Inc. I kindly request your assistance in updating the records accordingly. Enclosed with this letter, you will find the necessary documentation, including the legal documents confirming the purchase of the business and the change in business name.

Additionally, I have attached a Former Owner **Name Release Letter**, officially releasing any association of the previous owner's name Vienna Café and Bistro Inc. I would appreciate it if you could process this amendment at your earliest convenience.

If there are any additional forms or procedures required, please do not hesitate to inform me.

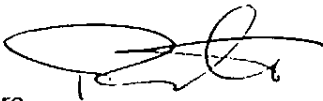
Thank you for your time and assistance.

I look forward to your prompt attention to this matter.

Sincerely,

Marc Rodnik

Vienna Café Bistro



T: (405)471-1009

A: 5724 S Flamingo Rd, Cooper City
FL, 33330

FROM THE DESK OF

Sandra Guerra

December 21, 2023

Marc Rodnik
Vienna Cafe and Bistro House LLC
5724 S. Flamingo Rd
Cooper City, FL 33330

Dear Mr. Rodnik,

I am writing to formally release the business name associated with my company Vienna Cafe and Bistro, Inc. effective 12/13/2023. This decision is in line with the dissolution of my company and marks the official release of all rights and claims to the business name.

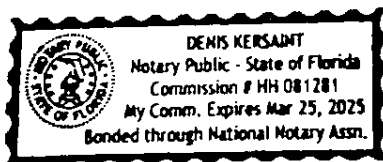
I understand that you are interested in using this business name for your own company, and I hereby confirm that I have no objections to its use by your entity.

Please consider this letter as formal authorization for you to proceed with adopting the business name for your company.

Sincerely yours,



Sandra Guerra



Denis Kersaint
12/21/2023

TRADE NAME ASSIGNMENT

WHEREAS, Vienna Café and Bistro, Inc., a Florida corporation whose address is 5724 South Flamingo Drive, Cooper City, Florida 33330 (the "Assignor"), has adopted, used, is using and is the owner of the trade name "Vienna Café and Bistro," has agreed to sell and De-Loving Salon, LLC, a Florida limited liability company whose address is 201 SE 2nd Avenue, Apt. 1902, Miami, Florida 33131 (the "Assignee"), has agreed to purchase all, or substantially all of the assets of Assignor in connection with the business known as "Vienna Café and Bistro" according to the terms and conditions set forth in that certain Standard Asset Purchase Contract and Receipt dated September 9, 2022, and all amendments and addendums thereto and desires to acquire the Assignor's rights, title, and interest in and to such trade name, together with any and all of the goodwill of Assignor's business represented thereby.

WHEREAS, Assignor, in order to effectuate and consummate Assignee's purchase of such trade name, is required to assign all of its ownership interest in and right to the same used by Assignor exclusively in Florida to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Assignor, Assignor hereby sells, assigns, transfers to Assignee its rights, including renewal rights, in and to the trade name, "Vienna Café and Bistro," together with any and all of the goodwill of Assignor's business represented thereby in Florida; the same to be held and enjoyed by Assignee, its assigns, successors, or other legal representatives for its own use and enjoyment and for the use and enjoyment of its assigns, successors, or other legal representatives.

IN WITNESS WHEREOF, Assignee and Assignor have duly executed this Assignment on November 30, 2022.

Assignor:

Vienna Café and Bistro, Inc.,
A Florida corporation

By: Sandra Guerra
Its: President

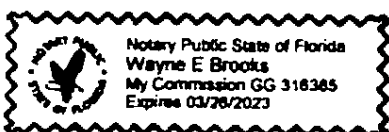
Witnesses:

Sandra M. Brooks
Print Name: SANDRA BROOKS

Wayne E. Brooks
Print Name: WAYNE BROOKS

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was sworn to and subscribed before me on the 30th day of November, 2022 by Sandra Guerra, President of Vienna Café and Bistro, Inc., a Florida corporation on behalf of said corporation. He/She is personally known to me. X has produced a valid Florida driver's license as identification, or has produced the following as identification:



Wayne E. Brooks
Notary Public – State of Florida

BILL OF SALE AND GENERAL ASSIGNMENT OF INTANGIBLES

Vienna Café and Bistro, Inc., a Florida corporation whose address is 5724 South Flamingo Drive, Cooper City, Florida 33330 (the "Seller"), for and in consideration of the sum of Nine Hundred Sixty-Five Thousand and NO/100 Dollars (~~999,999.00~~) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, paid to Seller by De-Loving Salon, LLC, a Florida limited liability company, whose address is 291 SE 2nd Avenue, Apt. 1902, Miami, Florida 33131 (the "Buyer") hereby sells, transfers, conveys, grants, assigns and delivers unto the Buyer, its successors and assigns, all of its rights, title and interest in all of the tangible personal property and intangible assets of Seller (collectively the "Property") used in connection with a business known as "Vienna Café and Bistro" (the "Business") as follows:

- All furniture, fixtures, equipment and inventory listed on Exhibit "A" attached hereto and made part of this Bill of Sale and General Assignment of Intangibles, all free and clear of any debts, mortgages, or security interests.;
- All good will;
- All advertising contract rights, company logos, yellow page advertisements, telephone and facsimile numbers currently in use;
- All customer lists;
- Any and all rights of the Seller in the trade name, "Vienna Café and Bistro" and license agreements associated with trade name if any;
- Any and all covenants not to compete;
- All customer and supplier records, confidential business information, and all other records used in the business as a going concern;
- Any warranties of vendors pertaining to the personal property conveyed in transaction;
- All personnel and employee records;
- any and all e-mail addresses, website, and social media accounts.

The Seller covenants and warrants to Buyer, its successors and assigns, that it is the lawful owner of all of the Property listed above and in Exhibit "A"; Seller has good right to sell the Property; and Seller will warrant and defend the sale of the Property to Buyer against the lawful claims and demands of all persons whatsoever.

The Seller further covenants and warrants that all of the Property above and in Exhibit "A" are free and clear of all encumbrances, claims and demands whatsoever and Seller agrees to pay any and all unassumed indebtedness on said Property and to hold harmless from any liability for its payment, including reimbursement for damages, attorneys fees and costs incurred by Buyers.

All equipment and inventory transferred herein shall be in "AS- IS" condition without any warranties of merchantability or fitness for any particular purpose, except that all equipment except as specifically noted on Exhibit "A" will be in working order at the time of closing.

Seller:

