

Division of Corporations

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Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

Phone : (305) 541-3694

Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

LE COQ D'OR RESTAURANT, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
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ARTICLES OF INCORPORATION
OF
LE COQ D'OR RESTAURANT, INC.

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, a natural person, competent to contract, hereby forms a Corporation under the laws of the State of Florida.

ARTICLE ONE
NAME

The name of this corporation is: LE COQ D'OR RESTAURANT, INC.

ARTICLE TWO
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

- (a) To engage in every aspect and phase of the business of the ownership and operation of a restaurant.
- (b) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description; except, that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.
- (c) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.
- (d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers or evidence of corporate indebtedness as required.
- (e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

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ARTICLE THREE
CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is Two Thousand (2000) Shares of Common Stock having a nominal or par value of Five Dollars (\$5.00) per share.

ARTICLE FOUR
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is : More than Five Hundred Dollars (\$ 500.00)

ARTICLE FIVE
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE SIX
ADDRESS

The initial address of the principal office of this corporation in the State of Florida is:
5001 Collins Avenue, Suite 15-A, Miami Beach, Florida 33140.

The Registered Agent at the above office is: Orlando Urdaneta.

ARTICLE SEVEN
DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one (1).

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ARTICLE EIGHT
INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors are:
Orlando Urdaneta and Luis Martinez , both of 5001 Collins Avenue, Suite 15-A, Miami Beach,
Florida 33140.

ARTICLE NINE
SUBSCRIBERS

The name and address of each Subscriber of these Articles of Incorporation, the number of
shares of stock each agrees to take, and the value of the consideration therefore are:

Orlando Urdaneta, of 5001 Collins Avenue, Suite 15-A, Miami Beach, Florida 33140,
101 Shares, Consideration-\$ 505.00;

ARTICLE TEN
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every
amendment shall be approved by the Board of Directors, proposed by them to the stockholders,
and approved at stockholder's meeting by the majority of the stock entitled to vote thereon,
unless all the directors and all the stockholders sign a written agreement manifesting their
intention that a certain amendment of these Articles of Incorporation be made.



ORLANDO URDANETA

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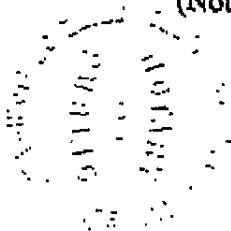
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DIVISION OF CORPORATIONS
00 APR -6 PM 12:53STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, Before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ORLANDO URDANETA, known to me to the person described in and who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed the same and that he is personally known to me or produced the following identification: _____ and that an oath was not taken.

WITNESS my hand and official seal in the County and State last aforementioned this 31st day of March, 2000.


NOTARY SIGNATURE

(Notary Seal)



WILLIAM C. DAVIS, JTH
PRINTED NOTARY SIGNATURE
My Commission Expires: May 1, 2001

ACCEPTANCE OF REGISTERED AGENT

Having been named to serve as Registered Agent for this Corporation, I hereby accept such designation and agree to comply with the Laws of the State of Florida regarding the keeping open of such Corporate Office.

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REGISTERED AGENT
Orlando Urdaneta