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TRANSMITTAL LETTER

FILED

00 APR -6 PM 2: 03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT:

HOTEL & RESTAURANT CONSULTANT, INC.

HRC, INC.

(Proposed corporate name - must include suffix)

8000003183148--2  
-03/24/00--01069--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Jose D. Laverde, CPA  
Name (Printed or typed)

3347 NE 32nd Street  
Address

Fort Lauderdale, FL 33308  
City, State & Zip

954 563 7916  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

W-8387  
APR 3/29/00  
31 4/6/00



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 29, 2000

JOSE D. LAVERDE, CPA  
3347 NE 32ND ST  
FT LAUDERDALE, FL 33308

SUBJECT: HRC, INC.  
Ref. Number: W00000008397

We have received your document for HRC, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 300A00017268

**JOSE D. LAVERDE, CPA**

3347 NE 32<sup>nd</sup> street  
Fort Lauderdale, FL 33308  
Phone 954 563 7916  
Fax 954 563 4725

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Date: April 3, 2000

To: Pamela Hall, Document Specialist

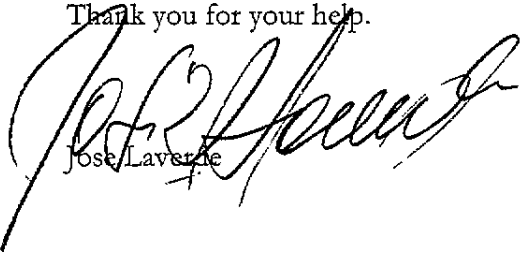
From: Jose D. Laverde

RE: Letter No. 300A00017268  
REF No. W00000008397

Per your directions, we have changed the name of the corporation from HRC, Inc. to Hotel & Restaurant Consultant, Inc. and we are resubmitting the articles of Incorporation.

Since you already received the filing fee, and the check was not returned, I am assuming I do not have to pay again. However, if there is any problem, please let me know as soon as possible.

Thank you for your help.

  
Jose Laverde

ARTICLES OF INCORPORATION  
OF  
HOTEL & RESTAURANT CONSULTANT, INC.

FILED  
00 APR -6 PM 2: 03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby adopts these Articles of Incorporation for the formation of a corporation under Florida General Corporation Act.

ARTICLE I

NAME

The name of the corporation is HOTEL & RESTAURANT CONSULTANT, INC.

ARTICLE II

DURATION

The duration of the corporation shall be perpetual.

ARTICLE III

INCORPORATION

The existence of the corporation shall commence as of the time of the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE IV

PURPOSES

The general purpose for which the corporation is initially organized is:

1. To engage in such lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V

AUTHORIZED SHARES

The aggregate number of authorized shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock each having no par value.

**ARTICLE VI**  
**INDEMNIFICATION OF DIRECTORS,**  
**OFFICERS AND OTHER AUTHORIZED REPRESENTATIVES**

Section 1. The corporation shall indemnify its officers, Directors, employees and agents against liabilities, damages, settlements and expenses (including attorneys' fees) incurred in connection with the Corporation's affairs, and shall advance such expenses to any such officers, directors, employees, to the full extent permitted by law, and as more particularly set forth in the Corporation's Bylaws. Such indemnification provisions of the Corporation's Bylaws may be enacted and modified from time to time by resolution of the Corporation's Board of Directors.

Section 2. Any repeal or modification of any provision of this article by the shareholders of the Corporation shall not adversely affect any right to protection of a Director, officer, employee or agent of the Corporation existing at the time of the such repeal or modification.

Section 3. Indemnification hereunder and under the bylaws shall be a personal right and the Corporation shall have no liability under this Article to any insurer or any person, corporation, partnership, association, trust or other entity (other than the heirs, executors or administrators of such person) by reason of subrogation, assignment or succession by any other means to the claim of any person to indemnification hereunder or under the Corporation's Bylaws.

**ARTICLE VII**  
**REGISTERED OFFICE AND AGENT**

The initial street address of the registered office of this corporation in the State of Florida is 3347 NE 32<sup>nd</sup> Street, Suite A, Fort Lauderdale, Florida 33308.

The name of the initial registered agent at such address is JOSE D. LAVERDE.

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of one member  
The initial Directors and their addresses are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Motty Hawa, Chairman	5923 NW 111 Avenue Miami, FL 33178
Motty Hawa, Secretary	5923 NW 111 Avenue Miami, FL 33178
Motty Hawa, Treasurer	5923 NW 111 Avenue Miami, FL 33178

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the incorporator is:

**NAME**

**ADDRESS**

Jose D. Laverde

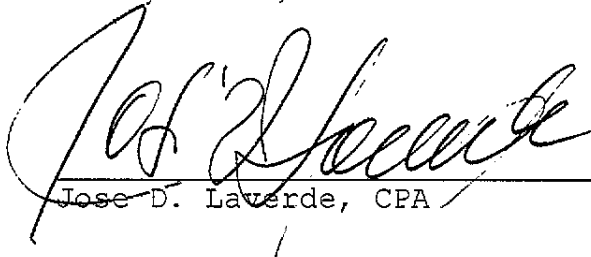
3347 NE 32<sup>nd</sup> Street Suite A  
Fort Lauderdale, FL 33308

**ARTICLE X**  
**MAILING ADDRESS**

The initial mailing address of the Corporation shall be:

5923 NW 111 Avenue  
Miami, FL 33178

IN WITNESS WHEREOF, the undersigned has executed this Articles of Incorporation this  
17<sup>th</sup> Day of March, 2000

  
\_\_\_\_\_  
Jose D. Laverde, CPA

CERTIFICATE OF DESIGNATION

FILED

REGISTERED AGENT/REGISTERED OFFICE

00 APR -6 PM 2: 03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is HOTEL & RESTAURANT CONSULTANT, INC.
2. The name and address of the Registered Agent and office is:

Jose D. Laverde, CPA  
3347 NE 32<sup>nd</sup> Street  
Fort Lauderdale, FL 33308

Signature:  President

Date: March 20, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: 

Date: March 20, 2000