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**P00000066929**

July 3, 2000

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

200003320532-7  
-07/12/00--01001--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Registration of Café Romance Supper Club and Restaurant, Inc.,

To Whom it may Concern,

Attached you will find a copy of the above Articles of Incorporation., and a check in the amount of \$122.50. Should you have any questions please feel free to contact me.

Very truly yours,



Alexander E. Borell, Esq

FILED  
2000 JUL 12 PM 4: 58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*bc 7/12*

FILED  
2000 JUL 12 PM 4: 58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation**

**for**

**CAFE ROMANCE SUPPER CLUB AND RESTAURANT, INC.,**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I.**  
**NAME**

The name of the Corporation is: CAFE ROMANCE SUPPER CLUB AND RESTAURANT, INC.,

**ARTICLE II.**  
**DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III.**  
**NATURE OF BUSINESS**

The nature of the business to be conducted by the Corporation is:

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV.**  
**CAPITAL STOCK**

The aggregate number of shares which the Corporation has authority to issue is one hundred (100) shares, all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) DOLLARS per share.

**ARTICLE V.**  
**PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this Corporation shall entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

**ARTICLE VI.**  
**REGISTERED OFFICE**

The street address of the initial registered agent of the Corporation is:

9611 W. Flagler Street  
Miami FL 33174

The name of the registered agent at such address is: **JUAN DELGADO**.

**ARTICLE VII.**  
**PRINCIPAL OFFICE**

The initial street address of the principal office of the Corporation in the State of Florida is:

9611 W. Flagler Street  
Miami FL 33174

**ARTICLE VIII.**  
**DIRECTORS**

The initial Board of Directors of the Corporation shall consist of 1 member. Changes in the number of members comprising the Board of Directors shall be made by amendment to the Corporation's By-laws.

The names and addresses for the member of the first Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
<b>JUAN DELGADO</b>	<b>9611 W. Flagler Street, Miami FL 33174</b>

**ARTICLE IX.**  
**INCORPORATOR**

<u>NAME</u>	<u>ADDRESS</u>
<b>JUAN DELGADO</b>	<b>9611 W. Flagler Street, Miami FL 33174</b>

**ARTICLE X.**  
**OFFICERS**

The names and addresses and title of the initial officer(s) of the Corporation are:

<u>NAME/TITLE</u>	<u>ADDRESS</u>
<b>JUAN DELGADO, President</b>	<b>9611 W. Flagler Street Miami FL 33174</b>

**ARTICLE XI.**  
**INDEMNIFICATION**

The Corporation shall indemnify any officer or director to the full extent permitted by

law.

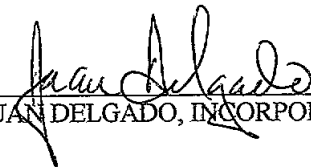
**ARTICLE XII.**  
**REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN OTHER**  
**PRE-INCORPORATION EXPENSES; ADOPTION OF CONTRACTS**

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its Director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The Director of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

**ARTICLE XIII.**  
**RIGHT TO AMEND ARTICLES OF INCORPORATION**

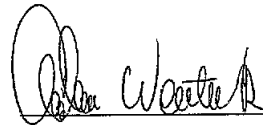
The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any rights inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3 day JULY, 2000.

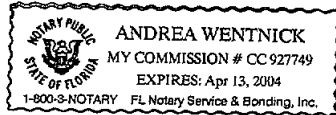
  
\_\_\_\_\_  
JUAN DELGADO, INCORPORATOR

STATE OF FLORIDA    }  
                                  {s.s.  
COUNTY OF DADE    }

THE FOREGOING instrument was acknowledged before me this 3 day of July, 2000 by JUAN DELGADO, as **Incorporator of CAFE ROMANCE SUPPER CLUB AND RESTAURANT, INC.**, on behalf of the corporation, who has produced his driver's license as identification (or is personally known to me) and did (did not) take an oath.

  
\_\_\_\_\_  
ANDREA WENTNICK  
NOTARY PUBLIC, STATE OF FLORIDA

my commission expires:



**CERTIFICATION DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA NAMING AGENT UPON WHOM MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE

FOLLOWING IS SUBMITTED:

FIRST: THAT , **CAFÉ ROMANCE SUPPER CLUB AND RESTAURANT, INC.**, desiring to organize or qualify under the laws of the State of Florida with its principal place of business at the **CITY OF MIAMI, STATE OF FLORIDA**, HAS NAMED **JUAN DELGADO**, whose address is **9611 W. Flagler Street Miami Fl 33174**, as its Agent to accept service of process.

SIGNATURE: Juan Delgado  
DATE: 7-3-2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE- STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: Juan Delgado  
DATE: 7-3-2000

FILED  
2000 JUL 12 PM 4: 58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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