941 642 7245

Page 1 of 2

# P00000076493

## Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

## **Electronic Filing Cover Sheet**

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000042373 1)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : RITA SALCINES
Account Number : 075350000406
Phone : (305)443-1872
Fax Number : (305)447-0276

# FLORIDA PROFIT CORPORATION OR P.A.

NEW DOWNTOWN CAFE, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

OO AUG 14 AM 9: 00



Secretary of State

August 11, 2000

KITA SALCINES

SUBJECT: NEW DOWNTOWN CAFE, INC.

REF: W00000019922

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The complete document was not received. Please refax the complete document, including the electronic filing cover sheet.

THERE ARE LINES RUNNING THROUGH YOUR DOCUMENT.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight Document Specialist FAX Aud. #: H00000042373 Letter Number: 200A00043517 H000000 42373 1

#### ARTICLES OF INCORPORATION NEW DOWNTOWN CAFÉ, INC.

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

#### ARTICLE ONE:

The name of this corporation is: NEW DOWNTOWN CAFÉ, INC.

#### **ARTICLE TWO:**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

#### **ARTICLE THREE:**

The aggregate number of shares which this corporation shall have authority to issue is FIVE HUNDRED (500) shares of common stock, ONE (\$1.00) DOLLAR par value, shall be designated as "Common Shares".

#### ARTICLE FOUR:

Shareholders of this corporation shall have full preemptive rights to acquire unissued or treasury shares of the corporation.

#### ARTICLE FIVE:

The street address of the initial principal office of this corporation is:

194 S.E. 1<sup>ST</sup> AVENUE MIAMI, FLORIDA 33131

and the name and address of the Registered Agent of this corporation is:

YOLANDA ARANZAZU 194 S.E. 1<sup>ST</sup> AVENUE MIAMI, FLORIDA 33131

#### ARTICLE SIX:

This corporation shall have two (2) director to constitute its initial Board of Directors. The number of directors of the corporation may subsequently be increased or decreased from time to time according to the By-Laws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

YOLANDA ARANZAZU - PRESIDENT 194 S.E. 1<sup>ST</sup> AVENUE MIAMI, FLORIDA 33131

This document prepared by Rita Saleines (305) 443-1872 2827 SW 18 Street, Miami, Florida 33145

H0000000 42373 1

## LUCILA BERNAL – VICE PRESIDENT, SECRETARY/TREASURER 194 S.E. 1<sup>ST</sup> AVENUE MIAMI, FLORIDA 33131

### ARTICLE SEVEN:

The names and addresses of the Incorporators of this corporation, who are the persons signing these Articles are:

YOLANDA ARANZAZU 194 S.E. 1<sup>ST</sup> AVENUE MIAMI, FLORIDA 33131

LUCILA BERNAL 194 S.E. 1<sup>ST</sup> AVENUE MIAMI, FLORIDA 33131

## ARTICLE EIGHT:

The corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

NOW THEREFORE, the undersigned Incorporator has executed these Articles of Incorporation this 10th day of August, 2000.

YOLANDA ARANZAZU PRESIDENT

LUCILA BERNAL, VICE PRESIDENT SECRETARY/TREASURER

STATE OF FLORIDA)

SS

COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared YOLANDA ARANZAZU and LUCILA BERNAL, known to be the persons described as the incorporators in and who, in my presence, executed the foregoing Articles of Incorporation, and who acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County above this 10th day of August, 2000.

Notary Public - State of Florida

My Commission Expires:

H0000000 サス3 731



P.05

H000000 423731

# CERTIFICATE OF DESIGNATION

# REGISTERED AGENT/REGISTERED OFFICE

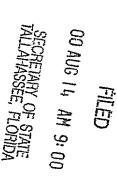
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is:

NEW DOWNTOWN CAFE, INC.

2. The name and address of the registered agent and office is:

YOLANDA ARANZAZU 194 S.E. 1<sup>ST</sup> AVENUE MIAMI, FLORIDA 33131



HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION 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

YOLANDA ARANZAZU

Date:

August 10th, 2000