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Florida Department of State

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To:

Division of Corporations

Fax Number

: (850)922-4001

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

Phone

: (305)541-3694

: (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

FIRST CANASI & MIRAMAR, CORP.

Certificate of Status				0
Certified Copy		٠.,		1
Page Count	*			05
Estimated Charge			1	\$78.75



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ARTICLES OF INCORPORATION

OF

FIRST CANASI & MIRAMAR, CORP.

SECRETARY OF STATE SECRETARY OF CORPORATIONS OF CORPORATIONS OF CORPORATIONS

The undersigned in order to form a Corporation for the purposes hereinafter stated, by and under the provisions of Statutes of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE I NAME

The name of this Corporation is: FIRST CANASI & MIRAMAR, CORP.

ARTICLE II -. DURATION

This Corporation shall have perpetual existence, commencing on the date of execution of these Articles of Incorporation.

ARTICLE III - PURPOSES

This Corporation is organized for the following purposes:

- a: To operate restaurants and related business.
- b: To purchase, receive, lease, or otherwise, own, hold, improve, use and otherwise deal with real or personal property or any legal or equitable interest in property wherever located; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property.

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- c. In the purchase or adquisition of property, business rights or franchises, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount: to incur debts and to arise, borrow and secure the payment of money in any lawful manner. The Corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.
- d. To engage in any or all lawful activity and to institute and promote commercial, mercantile, financial and industrial enterprises, and for the purposes of transacting any or all lawful business.

ARTICLE IV - POWERS .

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 5,000 shares of \$1.00 EACH PAR VALUE, common stock, which shall be designated "COMMON SHARES".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind of that which he/she already holds, shall have the right to purchase his/her pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price which it is offered to others.

ARTICLE VII- STREET ADDRESS OF THE
CORPORATION'S INITIAL REGISTERED
OFFICE AND INITIAL REGISTERED
AGENT. PRINCIPAL OFFICE.

The street address of the corporation's initial

ARTICLE VIII- INITIAL BOARD
OF DIRECTORS

This Corporation shall have TWO Directors initially.

The number of Directors may be either increased or diminished from time to time by the bylaws. The names and addresses of the initial Directors of this Corporation until the first annual meeting of shareholders or until their successors are elected and qualified are:

NAME

ADDRESS

MARIO COHEN

9919 W. OKECHOBEE RD., #139-A HIALEAH GARDENS, FL. 33016

WALTER LACHIONDO

951 EAST 16 PLACE HIALEAH, FLORIDA 33010

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is:

NAME

ADDRESS

WALTER LACHIONDO

951 ÉAST 16 PLACE HIALEAH, FLORIDA 3310

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation,

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or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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

WALTEX LACHION

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared WALTER LACHIONDO, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth. () who is personally known to me or () who has produced find as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 10^{26} day of December, 2000.

OFFICIAL NOT A RYSEAL
MARIA RIVERO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CCR1948
MY COMMISSION EXP. RIME 5 2004

NOTARY PUBLIC STATE OF FLORIDA

MARIA RIVERO

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR:
FIRST CANASI & MIRAMAR, CORP., AT THE PLACE DESIGNATED IN
THESE ARTICLES OF INCORPORATION, 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.

DATED THIS 19 DAY OF December, 2000.

1

REGISTERED AGEN

WALTER LACHIONDO

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EMPIRE CORPORATE KIT

DEC-50-5000 IS:25

SECRETARY OF STATE
DIVISION OF CORPORATIONS

ON DEC 20 PM 3: 54