

# Pol000057217

## 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.

(((H01000072281 8)))

**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)205-0381

**From:**

Account Name : LAZARUS CORPORATE FILING SERVICE, INC.

Account Number : I20000000019

Phone : (305)552-5973

Fax Number : (305)220-1440

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JUN - 8 PM 4:34

## FLORIDA PROFIT CORPORATION OR P.A.

HAVANA DREAMS CAFE INC

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 8, 2001

LAZARUS

SUBJECT: HAVANA DREAMS CAFE INC  
REF: W01000013132

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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan  
Document Specialist  
New Filing Section

FAX Aud. #: H01000072281  
Letter Number: 301AG0035509

H01000072281

**CERTIFICATE OF INCORPORATION****OF****HAVANA DREAMS CAFÉ INC**

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation the Laws of the State of Florida.

**ARTICLE I, NAME OF CORPORATION:**

The name of the Corporation shall be HAVANA DREAMS CAFÉ INC

**ARTICLE II, GENERAL NATURE OF THE BUSINESS:**

The general nature of the business and the object and purpose to be transacted and carried are:  
To conduct business not prohibited by the Laws of the United States and the State of Florida.

To conduct business to have one or more officers in buy, sell, import, export, hold, mortgage, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer or corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation on the State of Florida, or any other State or government and while owner of such stock to exercise all rights, powers and privileged of ownership, including the right to vote such stock.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JUN - 8 PM 4:34

H01000072281

H01000072281

**ARTICLE III, CAPITAL STOCK:**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares at \$ 1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the board of Director thereof, and may be paid in cash, labor or services.

**ARTICLE IV, INITIAL CAPITAL:**

The number of shares with which this Corporation shall commence business is not less than 100 common stock, and the amount of capital with which this Corporation shall commence business will not be less than One Hundred Dollars (\$100.00).

**ARTICLE V, TERM:**

The Corporation shall continue perpetually, unless sooner dissolved according to laws.

**ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:**

The initial place of business of said Corporation in this State shall be 7925 NW 12 Street Suite 318 Miami, Fl 33126. But the Board of Directors may from time to time, moves the principal place of the office to any other address in the State of Florida.

**ARTICLE VII, DIRECTORS:**

The business of the Corporation shall be conducted by the Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute the quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at the meeting held immediately after the adjournment of the annual stockholders meeting.

H01000072281

HU 1 0 000 7 2 2 8 1

**ARTICLE VIII, FIRST BOARD OF DIRECTORS:**

The name and office address of the members of the First Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, are as follows:

Beatriz Arredondo  
7925 NW 12 Street  
Ste 318  
Miami, Fl 33126

**ARTICLE IX, SUBSCRIBERS:**

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the Subscriber to the capital stock and the number of the shares subscribed for are as follows:

Beatriz Arredondo  
7925 NW 12 Street  
Suite 318  
Miami, Fl 33126

**ARTICLE X, OFFICERS:**

The names and post office addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

Beatriz Arredondo  
President/Secretary/Treasurer  
7925 NW 12 Street  
Suite 318  
Miami, Fl 33126

HU 1 0 000 7 2 2 8 1

H01000072281

**ARTICLE XI, AMENDMENT:**

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by majority of the stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments to these Articles of Incorporation be made.

We, the undersigned, being the original subscribers to the capital stock and Articles of Incorporation, herein above name for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto to make and file this Certificate hereby declaring that the facts herein stated are true and do respectively agree to take the number of shares of stock herein above set forth, and have accordingly set our hands and seal on this 24th day of June 2001.

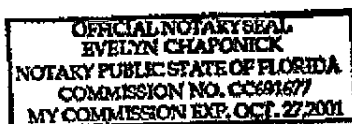
Beatriz E. Arredondo  
Beatriz Arredondo  
President/Secretary/Treasurer

STATE OF FLORIDA )  
                          )ss:  
COUNTY OF MIAMI DADE)

I, HEREBY CERTIFY THAT, on this day, before me, a notary public, duly authorized in the State of Florida and County of Miami Dade to take acknowledgement, Beatriz Arredondo personally to be the person (s) described as subscribers in and who execute the foregoing Articles of incorporations.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS  
24th DAY OF June 2001.

My Commission Expires:



[Signature]  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

H01000072281

JUN-08-01 FRI 04:14 PM

LAZARUS CORPORATION

FAX:3052201440

PAGE 7

3054707508;

3054707508;

Jun-7-01 3:46PM;

Page 5/5

H01000072281

CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

In pursuance of Chapter 48,901, Section 607,164 Florida Statutes, the Following is submitted, in the Compliance with said act:

FIRST: HAVANA DREAMS CAFÉ INC

desiring to organized under Laws of the State of Florida, with the principal Office, as indicated in the Articles of Incorporation, at the City of Miami

County of Miami Dade, State of Florida, has named

Beatriz Arredondo located at 7925 NW 12

Street Suite 318 Miami, FL 33126 to be process within this State.

ACKNOWLEDGEMENT:

Having been named to accept services of process for the above stated Corporation at place designated in this Certificate. I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

Beatriz E Arredondo

Beatriz Arredondo  
Registered Agent

FILED  
01 JUN -8 PM 4:34  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

H01000072281