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BASIC AMENDMENT
CALABASH RESTAURANTS, INC.

Certificate of Status	1
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Page Count	07
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

CALABASH RESTAURANTS, INC.
(present name)

P01000084163
(Document Number of Corporation (If known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

AMEND ARTICLES I, VII, VIII, IX, X, AND XIV (AS ATTACHED)

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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THIRD: The date of each amendment's adoption: 12/01/03

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

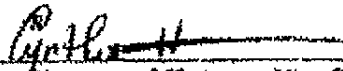
Signed this 10th day of December, 2003

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Signature of Chairman, Vice Chairman, President or other officer

CYNTHIA HENRY

Typed or printed name

President

December 10, 2003

Title

Date

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~~Articles of Amendment To~~
~~AMENDED AND RESTATED~~
ARTICLES OF INCORPORATION
OF
CALABASH RESTAURANTS, INC.

WE, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribes to these Articles of Incorporation.

ARTICLE I. CORPORATE NAME.

The name of the corporation shall be KALAW'DASH RESTAURANTS, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal office of the corporation shall be located at 633 N.E. 125th Street, North Miami, Florida, 33161, c/o Cynthia Henry.

ARTICLE III. PURPOSE/NATURE OF BUSINESS AND POWERS.

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the Laws of the State of Florida and the United States of America.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

ARTICLE IV. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of \$1.00 par value. The amount of capital with which this corporation shall begin business shall be \$500.00.

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ARTICLE V. TERM OF EXISTENCE

The existence of this corporation shall be perpetual.

ARTICLE VI. BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of not less than one nor more than 5 members.

ARTICLE VII. BOARD OF DIRECTORS

The names and addresses of the Board of Directors, who shall be subjected to these Amended Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follow:

Name	Address
Cynthia A. Henry	3300 Onyx Road Miramar, Florida 33025
Karrine A. Fleming	3300 Onyx Road Miramar, Florida 33025

ARTICLE VIII. INITIAL REGISTERED AGENT AND OFFICE

The registered agent and the registered office for this corporation is:

Kaovack G. Jones, Esq.
18590 NW 67th Avenue., #201
Miami, Florida 33015

ARTICLE IX. SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$500.00, the amount of capital with which this corporation shall begin business, are as follows:

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<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
Cynthia A. Henry	3300 Onyx Road Miramar, Florida 33025	250	\$250.00
Karrine A. Fleming	3300 Onyx Road Miramar, Florida 33025	250	\$250.00

ARTICLE X. OFFICERS.

The officers of the corporation until the first meeting of the corporate Board of Directors, or until successors are elected, shall be:

Cynthia A. Henry	President
Karrine A. Fleming	Vice-President
Karrine A. Fleming	Secretary
Cynthia A. Henry	Treasurer

ARTICLE XI. INCORPORATOR.

The name and street address of the person signing these Amended Articles of Incorporation as the Incorporator is:

Cynthia A. Henry
633 N.E. 125th Street
North Miami, Florida 33161

ARTICLE XII. CONFLICT OF INTEREST.

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XIII. AMENDMENT.

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

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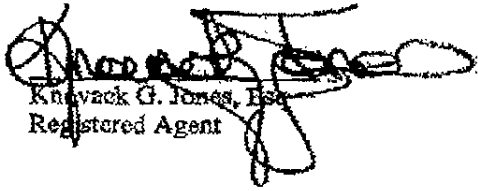
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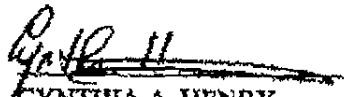
ARTICLE XIV. ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT.

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designed in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


Knivack G. Jones, Esq.
Registered Agent

IN WITNESS WHEREOF the undersigned, as Incorporator, has executed the foregoing Amended Articles of Incorporation as of the 10th day of December, 2003.

BY:


CYNTHIA A. HENRY,
President

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STATE OF FLORIDA)
 SS)
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared CYNTHIA A. HENRY, personally
known to me or who produced _____, identification, described as
incorporator and who executed the foregoing Amended Articles of Incorporation, and
acknowledged before me that she subscribed to the Amended Articles of Incorporation.

WITNESS my hand and official seal at Miami-Dade County, Florida, this 15th day of

December 2003.


Notary Public
State of Florida at Large

My commission expires:

THIS INSTRUMENT PREPARED BY:

KNOVACK G. JONES, Esq.
18590 NW 67th Avenue
Suite 201
Miami, Florida 33015 (305) 364-7668

KNOVACK G. JONES
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # 00087733
EXPIRES 11/29/2006
BONDED \$100,000 - NOTARY

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