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Division of Corporations  
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Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**CAFE SPANO, INC.**

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**CAFÉ SPANO, INC.**

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

**ARTICLE I: NAME**

The name of the corporation is *Café Spano, Inc.*

**ARTICLE II: COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these articles of incorporation by the Secretary of State. This corporation's duration shall be perpetual.

**ARTICLE III: PURPOSE**

This corporation is being organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE IV: PRINCIPAL OFFICE & MAILING ADDRESS**

The principal place of business of *Café Spano, Inc.* is:

100 NORTHEAST THIRD AVENUE  
FORT LAUDERDALE, FLORIDA 33301

The mailing address of *Café Spano, Inc.* is:

19271 S.W. 30th STREET  
MIRAMAR, FLORIDA 33029

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**ARTICLE V: CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares (1000) having a par value of one dollar (\$1.00) per share.

**ARTICLE VI: INITIAL REGISTERED AGENT & ADDRESS**

The name and address of the initial registered agent is:

JEFFREY R. STOLL, ESQ.  
C/O JEFFREY R. STOLL, P.A.  
888 SOUTHEAST 3<sup>RD</sup> AVENUE, SUITE 400  
FORT LAUDERDALE, FLORIDA 33316  
(954) 462-1020

**ARTICLE VII: INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is:

JEFFREY R. STOLL, ESQ.  
888 SOUTHEAST 3<sup>RD</sup> AVENUE, SUITE 400  
FT. LAUDERDALE, FLORIDA 33316

**ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's initial Board of Directors shall be two (2). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The names of the individuals who shall serve as a members of the initial Board of Directors of *Café Spano, Inc* are:

ALEXANDER H. SPANO . . . . . President, Treasurer

SONIA SPANO . . . . . Vice President, Secretary

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**ARTICLE IX: INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE X: AMENDMENT**

These Articles of Incorporation may only be amended by the Board of Directors (but only to the extent permitted by the Florida Business Corporations Act) or by the vote of shareholders holding a majority of the issued and outstanding common stock of the Corporation.

*IN WITNESS WHEREOF*, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 20th day of November, 2003.

  
\_\_\_\_\_  
JEFFREY R. STOLL, ESQ.  
INCORPORATOR

THE UNDERSIGNED, named as the registered agent in Article VI of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

  
\_\_\_\_\_  
JEFFREY R. STOLL, ESQ.  
REGISTERED AGENT