

AUG 23 2005 4:11 PM FR HOLLAND & KNIGHT TO 22275#880060#1#3 P.03

\*\*JOB STATUS REPORT\*\*

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HOLLAND & KNIGHT

JOB #657

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Division of Corporations

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Florida Department of State  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : JAM MARK LIMITED  
Account Number : I20000000112  
Phone : (305)789-7758  
Fax Number : (305)789-7799

FLORIDA PROFIT CORPORATION OR P.A.

PEGAS CAFE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PEGAS CAFÉ, INC.

The undersigned, acting as incorporator of PEGAS CAFÉ, INC., pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is PEGAS CAFÉ, INC.

ARTICLE II. ADDRESS

The principal office and mailing address of the corporation is:

1431 SE 23<sup>rd</sup> Drive  
Homestead, FL 33035

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1431 SE 23<sup>rd</sup> Drive, Homestead, Florida 3035, and the name of the corporation's initial registered agent at that address is Peter Matus.

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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Marco Ferri, Esq.  
701 Brickell Avenue, Suite 3000  
Miami, Florida 33131

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. DIRECTORS

The names and addresses of the initial Director is:

Peter Matus  
1431 SE 23rd Street  
Homestead, FL 33085

The terms for which the directors shall serve, and the method by which the directors are to be elected, shall be stated in the bylaws.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 23rd day of August, 2005.

  
\_\_\_\_\_  
Marco Ferri, Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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Pursuant to Chapter 48.091, Florida Statutes, the following is submitted to the SECRETARY OF STATE, TALLAHASSEE, FLORIDA

That PEGAS CAFÉ, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1431 SE 23<sup>rd</sup> Drive, Homestead, Florida 33035, State of Florida, has named Peter Matus, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and that it is familiar with, and accepts, the obligations of that position.

  
By: \_\_\_\_\_

Peter Matus

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