

P 0600011449

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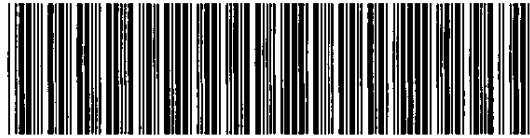
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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Shiraz Grill, Inc.
(Name of Corporation)

DOCUMENT NUMBER: P06000111449

The enclosed Articles of Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Steen James Brown, Esq.
(Name of Person)

BROWN LAW, P.L.
(Name of Firm/Company)

8 Broadway, Suite 109
(Address)

Kissimmee, FL 34741
(City/State and Zip Code)

For further information concerning this matter, please call:

Steen James Brown, Esq. at 407-344-3400
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for \$35.00 made payable to the Florida Department of State.

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Mailing Address:
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 2, 2012

STEEN JAMES BROWN, ESQ.
BROWN LAW, P.L.
8 BROADWAY, SUITE 109
KISSIMMEE, FL 34741 US

SUBJECT: SHIRAZ GRILL, INC.
Ref. Number: P06000111449

We have received your document for SHIRAZ GRILL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6820.

Rebekah White
Regulatory Specialist

Letter Number: 912A00026784

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 2, 2012

STEEN JAMES BROWN, ESQ.
BROWN LAW, P.L.
8 BROADWAY, SUITE 109
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Rebekah White
Regulatory Specialist

Letter Number: 912A00026784

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SHIRAZ GRILL, INC.**

FILED
12 DEC 28 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

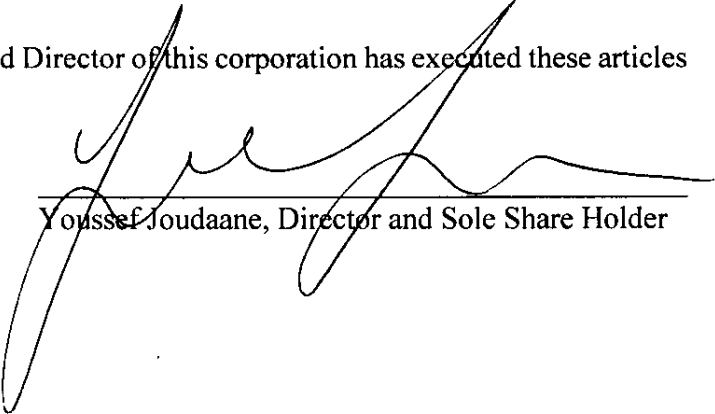
Article IV of the articles of incorporation of Shiraz Grill, Inc. was amended by the corporation's board of directors on October 30, 2012. The corporation is filing these articles of amendment to articles of incorporation pursuant to F.S. 607.0602.

1. The name of the corporation is Shiraz Grill, Inc..
2. Article IV of the articles of incorporation of Shiraz Grill, Inc. was amended as follows:

"The Corporation is authorized to issue 2 shares of Common Stock. The board of directors is authorized to provide for the issuance of such Common Stock by filing the appropriate articles of amendment with the Secretary of State of Florida, and is authorized to establish the number of shares to be included in each class and the preferences, limitations, and relative rights of each class.

3. The foregoing amendment to articles of incorporation was duly adopted by the board of directors on October 30, 2012.

In witness whereof, the undersigned Director of this corporation has executed these articles of amendment on October 30, 2012.



Youssef Joudaane, Director and Sole Share Holder

**MINUTES OF SPECIAL MEETING
OF SHAREHOLDERS OF
SHIRAZ GRILL, INC.**

A special meeting of the shareholders of Shiraz Grill, Inc. (the "Corporation"), was held at 6427 Westwood Blvd. Suite 102, Orlando, Florida, 32821, on October 30, 2012.

Youssef Joudaane was appointed Chairman of the meeting and Youssef Joudaane was appointed Secretary of the meeting and recorded the minutes.

The roll call of the holders of all of the outstanding shares of the Corporation was called, and the Secretary verified that each person deemed present and permitted to vote is a shareholder or proxyholder.

The Chairman then announced that meeting was called to consider the following: Ratification of the actions of Youssef Joudaane on behalf of the corporation, Adoption of Bylaws, and elections of directors. After discussion and motion duly made, seconded, and carried by vote of 1 share, it was:

RESOLVED, that there be two Directors of the Corporation.

RESOLVED, that the Bylaws, according to the form and content of the attached document titled Bylaws of Shiraz Grill, Inc., A Florida Corporation are adopted by the corporation and upon approval of the Board of Directors, shall govern the corporation, subject to the authority of the Articles of Incorporation of Shiraz Grill, Inc.

RESOLVED, that the Board of Directors of the Corporation shall file with the Florida Department of State Articles of Amendment to Articles of Incorporation of Shiraz Grill, Inc. amending Article IV of the Articles of Incorporation of Shiraz Grill, Inc. as follows:

The Corporation is authorized to issue 2 shares of Common Stock. The board of directors is authorized to provide for the issuance of such Common Stock by filing the appropriate articles of amendment with the Secretary of State of Florida, and is authorized to establish the number of shares to be included in each class and the preferences, limitations, and relative rights of each class.

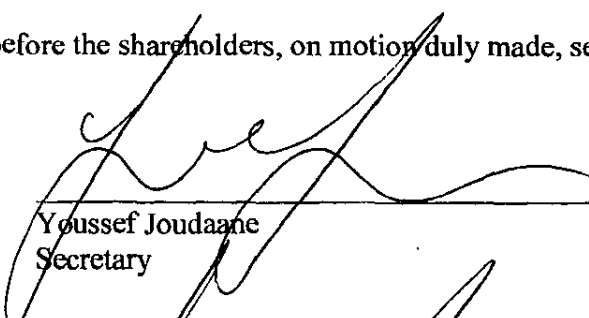
RESOLVED, that the corporation affirms that one (1) uncertificated share of common stock is owned by Youssef Joudaane; and

RESOLVED, that the name Youssef Joudaane be entered into the records of the corporation as the sole shareholder of record as of February 17, 2009.

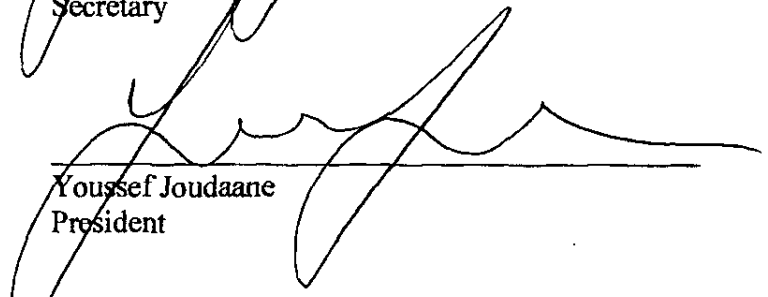
RESOLVED, that the directors are authorized to issue one (1) share of common stock as a dividend to the one (1) outstanding share of common stock.

Upon nomination of Youssef Joudaane and Ali Alyoussef as Directors of the corporation, duly seconded, and one (1) vote being cast, Hassane Joudaane and Ali Alyoussef were elected as Directors of the corporation.

There being no further business to come before the shareholders, on motion duly made, seconded and carried, the meeting was adjourned.



Youssef Joudaane
Secretary



Youssef Joudaane
President

WAIVER OF NOTICE AND CONSENT

The undersigned, by signing these Minutes of Special Meeting of Shareholders, does hereby waive notice of the time and place of this meeting, consents to the meeting and approves the contents of the minutes of this meeting.



Youssef Joudaane

Date signed: 10/30/2012