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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
GUANABANAS RESTAURANT, INC.**

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Amended & Permitted
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**THIRD AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
GUANABANAS RESTAURANT, INC.**

Pursuant to the Florida Business Corporation Act (the "Act"), GUANABANAS RESTAURANT, INC., a Florida profit corporation (the "Corporation"), certifies that:

1. The amendments set forth herein were duly recommended and approved by the Board of Directors and approved by a majority of the shareholders on December 31, 2013, such majority being sufficient for approval.
2. The original Articles of Incorporation of the Corporation were filed on September 21, 2007. The Amended and Restated Articles of Incorporation of the Corporation were filed on March 13, 2008 and amended on April 1, 2008. The Second Amended and Restated Articles of Incorporation of the Corporation were filed on December 2, 2009.
3. Pursuant to Sections 607.1006 and 607.1007 of the Act, the Second Amended and Restated Articles of Incorporation of the Corporation are hereby amended and restated in their entirety as follows:

ARTICLE I. NAME

The name of the corporation shall be Guanabanas Restaurant, Inc.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares that the Corporation is authorized to issue is Fifteen Million (15,000,000) shares of common stock, \$0.001 par value per share ("Common Stock"). Immediately upon the filing of this Third Amended and Restated Articles of Incorporation with the Secretary of State of Florida in accordance with the Act, all heretofore authorized and unissued shares of the preferred stock, \$0.001 par value per share (all of which had been designated Series A Convertible Preferred Stock, \$0.001 par value per share) shall be converted into and reclassified as authorized and unissued shares of Common Stock on a one for one basis.

Except as otherwise restricted by these Articles of Incorporation, the Corporation is authorized to issue from time to time all or any portion of the capital stock of the Corporation that is authorized but not issued to such person or persons and for such lawful consideration as it

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may deem appropriate, and generally in its absolute discretion to determine the terms and manner of any disposition of such authorized but unissued capital stock.

Any and all such shares issued for which the full consideration has been paid or delivered shall be deemed fully paid shares of capital stock, and the holder of such shares shall not be liable for any further call or assessment or any other payment thereon.

ARTICLE IV. INDEMNIFICATION

A. The Corporation shall to the fullest extent permitted by law indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise.

B. The Corporation may pay in advance any expenses (including attorneys' fees) that may become subject to indemnification under paragraph A above if the person receiving the advance payment of expenses undertakes in writing to repay such payment if it is ultimately determined that such person is not entitled to indemnification by the Corporation under paragraph A above.

C. The indemnification provided by paragraph A above shall not be exclusive of any other rights to which a person may be entitled by law, bylaw, agreement, vote, or consent of shareholders or directors, or otherwise.

D. The indemnification and advance payment provided by paragraphs A and B above shall continue as to a person who has ceased to hold a position named in paragraph A above and shall inure to such person's heirs, executors, and administrators.

E. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or who serves or served at the Corporation's request as a director, officer, employee, agent, partner, or trustee of another corporation or of a partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Corporation would have power to indemnify such person against such liability under paragraph A above.

F. If any provision in this Article shall be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired thereby, and, to the extent possible, effect shall be given to the intent manifested by the provision held invalid, illegal, or unenforceable.

ARTICLE V. CERTAIN LIMITATIONS ON LIABILITY OF DIRECTORS

Except to the extent that the Act prohibits the elimination or limitation of liability of directors for breach of the duties of a director, no director of the Corporation shall have any personal liability for monetary damages for any statement, vote, decision, or failure to act regarding corporate management or policy. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

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ARTICLE VI. SHAREHOLDER QUORUM AND VOTING

The shareholders may adopt or amend a bylaw that fixes a greater quorum or voting requirement for shareholders than is required by the Act, provided, however, that the adoption or amendment of a bylaw that adds, changes, or deletes a greater quorum or voting requirement for shareholders must meet the same quorum requirement and be adopted by the same vote and voting groups required to take action under the quorum and voting requirement then in effect or proposed to be adopted, whichever is greater.

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IN WITNESS WHEREOF, the undersigned President of the Corporation, for the purpose of amending and restating the Corporation's Second Amended and Restated Articles of Incorporation pursuant to the laws of the State of Florida, has executed these Third Amended and Restated Articles of Incorporation this 31st day of December, 2013.

Guanabanas Restaurant, Inc.

By: 
Chad Van Boven
President

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