

P08000016594

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
C.COULLIETTE

DEC 29 2008

EXAMINER

December 17, 2008

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: **-Articles of Amendment-
EL GRAN MAYOR, CORP**

Enclosed are an original and one (1) copy of the articles of amendment of a corporation, and a check in the amount of \$35.00 in payment of filing fees.

From: **MANUEL VIEIRA
President
120 Commerce Avenue
Lake Placid, FL 33852**

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EL GRAN MAYOR, CORP**

Document No. P08000016594

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned Florida Corporation adopts the following articles of amendment to its articles of incorporation.

ARTICLE I- AMENDMENTS ADOPTED

Amend Article IX- To read: Article IX- The officers and directors of the corporation and their addresses are:

President, CEO, and Director:

Manuel R. Vieira
9801 SW 155 Ave
Miami, FL 33196

**Vice President, COO, Secretary,
and Director**

Marwan El Hennaoui
9720 NW 4th Lane
Miami, FL

Add the following articles:

Article XI – Pre-emptive Rights

Every shareholder, upon the sale of stock by the corporation whether it be previously unissued shares authorized in the Articles of Incorporation filed originally or new shares created by amendment thereto, shall have the right to purchase his pro-rata share thereof at the same price and under the same terms at which it is offered to others.

Article XII- Limitation of Liability

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

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Article XIII- Self Dealing


No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested, provided by the fact that he is so interested shall be disclosed or shall be known to the Board of Directors of the corporation, or such member thereof as shall be present at any meeting of the Board at which action upon such contract or transaction shall be taken. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE II- Date of Adoption of the Amendment

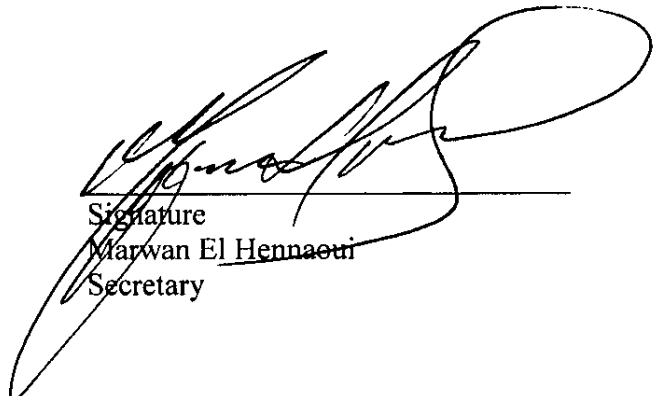
The date of adoption of the amendment is December 17, 2008.

ARTICLE III- Adoption of the Amendment

The shareholders adopt the amendment and the number of votes cast for the amendment is sufficient for approval.



Signature
Manuel R Vieira
President



Signature
Marwan El Hennaoui
Secretary