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☐ PICK-UP

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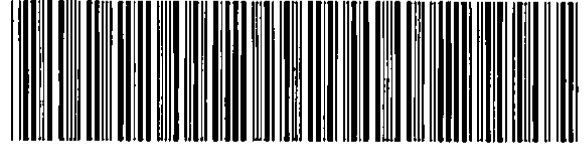
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Date of Submission was
8/27/2019 per
Corporate Access, Inc.

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Annotated
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Restated

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2019 Aug 27 AM 9:11
SEP 03 2019

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

19 AUG 20 PM 2:52

August 28, 2019

CORPORATE ACCESS, INC.
JOEY RESTAURANT (AVENTURA) INC.

SUBJECT: JOEY RESTAURANT (AVENTURA) INC.
Ref. Number: P18000091536

*Corrected
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1st
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We have received your document and check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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) 245-6050.

Susan Tallent
Regulatory Specialist II

Letter Number: 419A00017782

**CORPORATE
ACCESS,
INC.**

When you need ACCESS to the world

236 East 6th Avenue, Tallahassee, Florida 32303
P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

WALK IN

PICK UP: 08/27/2019

- ☐ **CERTIFIED COPY** _____
- ☒ **PHOTOCOPY** _____
- ☐ **CUS** _____
- ☒ **FILING** AMENDMENT _____

1. **JOEY RESTAURANT (AVENTURA) INC.**

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
JOEY RESTAURANT (AVENTURA) INC.**

1. The name of this corporation is Joey Restaurant (Aventura) Inc.
2. The initial Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on November 6, 2018, under Document Number P18000091536.
3. These Amended and Restated Articles of Incorporation have been duly adopted and approved by the sole director of the Corporation by written consent dated August 20, 2019 in accordance with the applicable provisions of the Florida Business Corporation Act, without shareholder action and shareholder action was not required.
4. The Corporation's Articles of Incorporation are hereby amended and restated in its entirety as follows:

ARTICLE I

Name

The name of the Corporation is Joey Restaurant (Aventura) Inc.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Corporation is 2400-1177 West Hastings Street, Vancouver, BC, V6E 2K3.

ARTICLE III

Purposes

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV

Duration

This Corporation shall exist perpetually unless dissolved according to law.

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SECRETARY OF STATE
FLORIDA

ARTICLE V

Registered Agent and Office

The address of the registered office of this Corporation is 155 Office Plaza Drive, Suite A, Tallahassee, Florida 32301, and the name of the registered agent at such office is Registered Agent Solutions, Inc.

ARTICLE VI

Capital Stock

The Corporation shall have authority to issue a total of one thousand (1,000) shares of common stock, no par value.

ARTICLE VII

Bylaws

In furtherance and not in limitation of the powers conferred by the laws of Florida, each of the Board of Directors is expressly authorized and empowered to make, alter, amend, and repeal the Bylaws of the Corporation in any respect not inconsistent with the laws of the state of Florida or with these Amended and Restated Articles of Incorporation.

ARTICLE VIII

Keeping of Books

The books of the Corporation shall be kept at such place within or without the state of Florida as the Bylaws of the Corporation may provide or as may be designated from time to time by the Board of Directors of the Corporation.

ARTICLE IX

Directors

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws, Article III.

The following person shall be appointed to serve as sole member of the board of directors of the Corporation until his respective successor is duly appointed and qualified or until his death, resignation or removal:

Jeffrey W. Fuller || 2400-117 West Hastings Street, Vancouver, BC, V6E 2K3.

ARTICLE X

Exercise of Corporate Powers

All corporate powers shall be exercised by or under authority of, and the business and affairs of the corporation shall be managed under the direction of the board of directors.

ARTICLE XI

Officers

The Corporation shall consist of at least one officer, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws, Article IV.

The following persons shall be and hereby are, elected to serve in the office(s) of the Corporation set opposite their respective name, each to hold such office(s) until their respective successor is duly elected and qualified or until his or her death, resignation or removal:

Jeffrey W. Fuller || President/Secretary
2400-117 West Hastings Street, Vancouver, BC, V6E 2K3

Katherine Angus || Chief Financial Officer/Assistant Secretary
2400-117 West Hastings Street, Vancouver, BC, V6E 2K3

ARTICLE XII

Indemnification

The Corporation shall indemnify any officer or director of the Corporation, or any former officer or director of the Corporation, to the full extent permitted by and as set forth in the Florida Business Corporation Act.

If the Florida Business Corporation Act hereafter is amended to authorize the further elimination or limitation of the liability of officers or directors, then the liability of the Corporation's officers or directors shall be eliminated or limited to the fullest extent authorized by the Florida Business Corporation Act.

The Corporation shall indemnify and shall advance expenses on behalf of any officer or director, or any former officer or director, of the Corporation to the fullest extent not prohibited by law in existence either now or hereafter.

Any repeal or modification of this Article shall not adversely affect any right or protection of an officer or director of the Corporation existing at the time of such repeal or modification.

ARTICLE XIII

Amendment

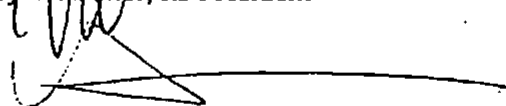
To the extent permitted by the Act, the Corporation reserves the right to amend or repeal any provision contained in these Amended and Restated Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned, being the Officers named above, have executed these Amended and Restated Articles of Incorporation this 20th day of August, 2019.

JOEY RESTAURANT (AVENTURA) INC.



Jeffrey W. Butler, its President

Katherine Angus, its Chief Financial Officer