

2/7/95  
950000/2111

Charter Number Only

Requestor's Name  
LITTLE Havana Professionals  
Address  
539 SW 12 Ave.  
Miami FL 33130  
City State ZIP Phone

VALIDATION ONLY

CORPORATION(S) NAME

CARDEL INC.

FILED  
FEB 9 1995  
FBI - MIAMI

Empire Toll Free: 1-800-432-3028

- |  |  |   |
|--|--|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem            |
| <input type="checkbox"/> Walk In                   | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  | <input type="checkbox"/> After 4:30      | <input type="checkbox"/> Mail Out                   |

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Document
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Acknowledgment
W.P. Verifier

CERTIFIED COPY

H. SIMS FEB - 9 1995

CR2E031 (R8-85)

1095-3022  
502



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

February 9, 1995

EMPIRE

MIAMI, FL

SUBJECT: CARDEL INC.  
Ref. Number: W95000003022

We have received your document for CARDEL INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6052.

Hope Sims  
Corporate Specialist

Letter Number: 395A00005777

ARTICLES OF INCORPORATION.

OF

CARDEL OF MIAMI, INC.

FILED  
55 FEB 13 1944

THE UNDERSIGNED SUBSCRIBERS, HAVE EXECUTED THE FOLLOWING DOCUMENT AS INCORPORATOR(S) OF THE ABOVE NAMED CORPORATION, A CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, AND ALL RIGHTS, DUTIES AND OBLIGATIONS OF THE UNDERSIGNED AS INCORPORATOR(S), AND THOSE OF THE CORPORATION, ARE TO BE DETERMINED IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I: NAME

THE NAME OF THE CORPORATION IS:

CARDEL OF MIAMI, INC.

ARTICLE II: DURATION

THE EXISTENCE OF THE CORPORATION SHALL COMMENCE UPON THE FILING OF THESE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE, STATE OF FLORIDA, AND SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE III: PURPOSE

THE CORPORATION MAY ENGAGE IN ANY AND ALL BUSINESSES AND ACTIVITIES PERMITTED BY THE LAWS OF THE STATE OF FLORIDA. THE CORPORATION SHALL HAVE ALL OF THE POWERS VESTED IN A CORPORATION ORGANIZED UNDER AND EXISTING BY VIRTUE OF SUCH LAWS.

ARTICLE IV: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES WHICH THIS CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS THE TOTAL SUM OF 200

SHARES, HAVING AN INDIVIDUAL PAR VALUE OF \$1.00.

UNLESS OTHERWISE STATED IN THESE ARTICLES, OR IN AN AMENDMENT TO THESE ARTICLES, THERE SHALL BE ONLY ONE (1) CLASS OF STOCK OF THIS CORPORATION ( COMMON ).

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT.

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION SHALL BE: 2290 N.W. 20th ST.  
MIAMI, FL. 33142, AND THE INITIAL REGISTERED AGENT OF THE CORPORATION AT THAT ADDRESS SHALL BE: JULIO C. DE LEON.

THE PRINCIPAL ADDRESS OF THE CORPORATION IS:  
2290 N.W. 20th ST. MIAMI, FL. 33142

ARTICLE VI: INITIAL BOARD OF DIRECTORS.

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION SHALL BE THE NUMBER OF PERSONS WHOSE NAMES ARE SET FORTH BELOW. THE NAME AND ADDRESS OF EACH MEMBER OF THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION WHO SHALL HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS AND HIS SUCCESSORS SHALL HAVE BEEN ELECTED AND QUALIFIED OR UNTIL HIS/HER EARLIER RESIGNATION, REMOVAL FROM OFFICE, OR DEATH, IS:

<u>NAME</u>	<u>ADDRESS</u>
JULIO C. DE LEON.	226 CALABRIA AVE. # 3. CORAL GABLES, FL. 33134.
EDISON CARDOSO.	18524 N.W. 67 AVE # 114 MIAMI, FL. 33015

THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME PURSUANT TO THE BYLAWS OF THE CORPORATION, BUT SHALL NOT BE LESS THAN ONE.

ARTICLE VII: INCORPORATOR.

THE NAME AND ADDRESS OF THE INCORPORATOR OF THIS CORPORATION IS:

<u>NAME</u>	<u>ADDRESS</u>
JULIO C. DE LEON.	226 CALABRIA AVE # 3. CORAL GABLES, FL. 33134.

ARTICLE VIII: AMENDMENTS.

THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS OF THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT(S) HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

ARTICLE IX: SHARES OF STOCK.

THE NAME OF EACH SUBSCRIBER TO THESE ARTICLES OF INCORPORATION AND THE NUMBER OF SHARES OF STOCK WHICH EACH AGREE TO TAKE ARE AS FOLLOW:

<u>NAME</u>	<u>No. OF SHARES.</u>
JULIO C. DE LEON. (PRESIDENT- SECRETARY)	100 SHARES
EDISON CARDOSO. (VICE PRESIDENT- TREASURY)	100 SHARES

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS (VE) EXECUTED THESE ARTICLES OF INCORPORATOR THIS 7th DAY OF FEBRUARY, 19 95.

  
JULIO C. DE LEON.

STATE OF FLORIDA )

COUNTY OF DADE )

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED JULIO C. DE LEON, WHO HAS PRODUCED FLORIDA DRIVER LICENSE # D450-423-62-336-0 AS IDENTIFICATION, KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE(SHE) ACKNOWLEDGED BEFORE ME THAT HE(SHE) EXECUTED THOSE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID, THIS

7th DAY OF FEBRUARY, 19 95.

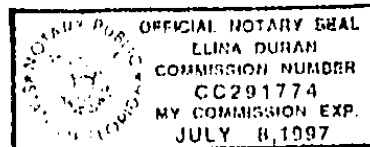
*Elina Duran*

ELINA DURAN.

NOTARY PUBLIC.

STATE OF FLORIDA AT LARGE.

MY COMMISSION EXPIRES:



IN PURSUANCE OF CHAPTER 607.34 OF THE FLORIDA STATUTES,  
THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACTS:

FIRST, THAT JULIO C. DE LEON  
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA,  
WITH ITS PRINCIPAL OFFICE AT: 2290 N.W. 20th ST. MIAMI  
FL. 33142, AS INDICATED IN THE ARTICLES OF INCORPORATION,  
AT CITY OF: MIAMI, COUNTY OF DADE,  
STATE OF FLORIDA, HAS NAMED JULIO  
C. DE LEON LOCATED AT: 2290 N.W.  
20 STREET, CITY OF MIAMI,  
COUNTY OF DADE, STATE OF FLORIDA, AS ITS AGENT TO  
ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE  
ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE.  
I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE  
TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEP-  
ING OPEN SAID OFFICE.

BY v

REGISTERED AGENT.  
JULIO C. DE LEON.

89500001211

Change Number Only

2/26/96.

Little Havana Professionals

Requestor's Name

539 SW 12 Ave.

Address

Miami FL 33130

City

State

ZIP

Phone

325-1896

CORPORATION(S) NAME

CARDEL OF MIAMI, INC.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☒ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☐ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

N. HENDRICKS FEB 29 1996

FILED

96 FEB 28 PM 2:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VALIDATION ONLY

800001727139  
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\*\*\*\*\*35.00 \*\*\*\*\*35.00



RECEIVED  
56 FEB 28 PM 12:51  
DIVISION OF CORPORATIONS  
TOLL FREE: 1-800-432-3028



## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, the undersigned corporation submits the following articles of dissolution:

FILED  
96 FEB 28 PM 2:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FIRST: The name of the corporation is CARDEL OF MIAMI, INC.

SECOND: The articles of incorporation were filed on FEBRUARY 13, 1995.

THIRD: (check one)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (check one)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 23rd day of FEBRUARY, 19 96

CARDEL OF MIAMI, INC.

(Corporation Name)

By ☒

Julio De Leon  
(An incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directors)

JULIO C. DE LEON

(Typed or printed name)

PRESIDENT

(Title)