

03/31/95 3:42 PM FAS-T CORPORATE AGENTS (305) 592-3111 P
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3/31/95

FLORIDA DIVISION OF CORPORATIONS

3:22 PM

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TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

311-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PATTY LATIN AMERICAN CORP.

FAX AUDIT NUMBER: H95000003758

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DATE REQUESTED: 03/31/1995

TIME REQUESTED: 15:22:10

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P. 001



FLORIDA DEPARTMENT OF STATE

Sandra B. Morfham
Secretary of State

April 3, 1995

FAS-T CORP. AGENTS, INC.

MIAMI, FL

SUBJECT: PATTY LATIN AMERICAN CORP.
REF: W95000007125

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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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) 487-6934.

Loria Poole
Corporate Specialist

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF
PATTY LATIN AMERICAN CORP

WE, the undersigned, in order to form a corporation for profit for the purposes hereinafter stated, under and pursuant to the provisions of the Florida Statutes, do hereby subscribe to this Certificate of Incorporation, and do adopt the following Articles of Incorporation:

ARTICLES OF INCORPORATION

ARTICLE I.

The name of this corporation shall be: PATTY LATIN AMERICAN CORP

ARTICLE II.

The general nature of the business and the objects and purposes to be transacted and carried on by this corporation shall be:

(a). To engage in the business of dispensing food, including but not limited to a Cafeteria/Restaurant, either to take out and/or for consumption in the premises, and to engage in the repair of vehicles, and any other activity related to the main purpose

CARLOS M. MENDEZ, ESQ.
Fla. Bar No: 232221
1800 West 49th St., #203
Hialeah, Fl. 33012
Tel: (305) 885-5376

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FAS-T CORPORATE AGENTS

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(b) To enter into, make and perform contracts of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation, town, city, county, state, territory or government.

(c) To purchase or otherwise acquire, and to hold, own, maintain or otherwise dispose of and deal in lands and leaseholds, and any interest, estate and rights in real property, and personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed and to have any and all powers above set forth as fully as natural persons, whether as principals, agents, trustees or otherwise.

(d) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

(e) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock except for the surplus of its assets over its liabilities including capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or

indirectly, nor counted as outstanding for the purposes of any stockholder' quorum or vote.

(f) To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment to the Certificate of Incorporation as necessary or incidental to the protection and benefit of this corporation and in general to carry on any lawful business necessary or incidental to the attainment of the objects of this corporation whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation and to do any and all things herein before set forth to the same extent as natural persons might or could do.

ARTICLE III.

The maximum number of shares of stock which this corporation shall have outstanding at any time, shall be THREE HUNDRED (300) shares, all of which shall be of \$1.00 par value, and each of which shares shall be issued fully paid and non-assessable, and shall be payable in lawful money of the United States of America, or in services or property at just valuation, to be fixed by the Directors of this corporation at the organizational meeting, or any other meeting held for that purpose.

The above amount of shares shall represent the total investment of capital as book value and any other funds deposited into the corporation shall be considered shareholders loan. The term funds used above means either cash, goods, or any valuable instrument brought into the corporation.

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ARTICLE IV.

The initial registered office of the corporation is: 1024 East 17th Street Hialeah, Florida 33010 and the initial registered agent at such address is EDWIN ALTAMIRANO.

ARTICLE V.

This corporation is to have perpetual existence.

ARTICLE VI.

The initial Post Office Address of the principal office of this corporation in the State of Florida is: 1024 East 17th St.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida. Hialeah, FL 33010

ARTICLE VII.

This corporation shall have Three directors, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII.

The names and post office addresses of the first Board of Directors and officers of this corporation, who shall hold office for the first year of its existence or until their suc

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cessors are elected and qualified, are as follows:

EDWIN ALTAMIRANO	President & Director	2200 West 74th Place Hialeah, Florida 33016
ROBERTO GONZALEZ	Vice-President & Director	2983 S.W. 6th Street Miami Florida 33135
MARTA P. ALTAMIRANO	Secretary/ Treasurer & Director	2200 West 74th Place Hialeah, Florida 33016

ARTICLE IX.

The names and Post office addresses of the subscribers to this Certificate of Incorporation and the number of shares each agrees to take and the value of the consideration paid thereof, the total aggregate amount of which is not less than the amount of capital with which the corporation will begin business, is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>VALUE</u>
EDWIN ALTAMIRANO	2200 W. 74th Pl Hialeah, Fl 33016	75	\$75.00
ROBERTO GONZALEZ	2983 S.W. 6th St Miami Fl 33135	150	\$150.00
MARTA P. ALTAMIRANO	2200 W. 74th Pl. Hialeah, Fl 33016	75	\$ 75.00

ARTICLE X.

The management and control of the business of this corporation shall be conducted under the directions of the Board of Directors by the officers who shall be elected by the Board of Directors, to-wit: a President; one or more Vice-Presidents; a Treasurer and a Secretary; one or more of said officers may hold one or more offices.

ARTICLE XI.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, Proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitle to vote thereon.

ARTICLE XII.

In furtherance, and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized:


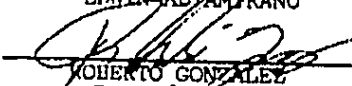
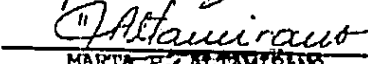
(a) To adopt and amend the by-laws of this corporation, provided the amendments thereto are not inconsistent with the by-laws adopted by the stockholders.

(b) To authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

(c) To set apart out of any funds of the corporation

holding stock in the corporation entitling them to exercise at least a majority of the voting power, to sell, lease, or exchange all of its property and assets, including its good will and its corporate franchises, or any property of assets essential to the business of the corporation, upon the terms and conditions as its Board of Directors deem expedient and for the best interests of the corporation.

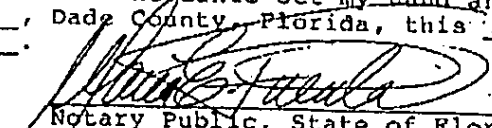
IN WITNESS WHEREOF, the incorporators have hereunto set their respective hands and seals this 30th day of March 1995.


EDWIN ALTAMIRANO

ROBERTO GONZALEZ

MARTA P. ALTAMIRANO

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY, that on this day, before me a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared EDWIN ALTAMIRANO ROBERTO GONZALEZ and MARTA P. ALTAMIRANO to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Hialeah, Dade County, Florida, this 30th day of March, 1995.


Notary Public, State of Florida
at Large

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES 12/31/96
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STATE OF FLORIDA)


COUNTY OF DADE) SS:

BEFORE ME, the undersigned authority, personally appeared EDWIN ALTAMIRANO, to me known to be the person described as the Resident Agent and Initial Registered Agent, as set forth in these Articles of Incorporation and he/she hereby accepts to act in this capacity and agrees to comply with the provisions of said Act.


EDWIN ALTAMIRANOSWORN TO AND SUBSCRIBED before me on this 30th day of March 1995.

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES 12/1/95
BONDED THIS GENERAL INS. UND.


NOTARY PUBLIC

Personally Known ☒ or Produced Identification _____
Type of Identification Produced _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MARTA HAQUES D.A.

97 E 1 P
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HIALEAH, FLORIDA 33010-3011 87 25

City State ZIP Phone

CORPORATION NAME

Patty Latin American, Corp.

☒ Profit
NonProfit

☒ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Non Business Organization

☐ Limited Partnership

☐ Change of Registered Agent

☐ Other

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Walk In

☐ Mail Walk

☐ Pick Up

☒ Mail Out

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Amend.

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DIVISION OF CORPORATIONS
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CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

PATTY LATIN AMERICAN, CORP.

We, the undersigned, President, Secretary and Treasury of PATTY LATIN AMERICAN, CORP a corporation organized under the laws of the State of Florida, located in the City of MIAMI, Florida,-- hereby certify:

The Articles of Incorporation are hereby amended by the following resolution adapted by the shareholders on JUNE 24th, 1995.

Resolved, that the Articles of Incorporation shall be amended so that Article VIII & IX is eliminated, and the following substituted for Article XIII.
The shareholders of the corporation will be:

PRESIDENT	EDWIN ALTAMIRANO	150 shares
TREASURY	2200 W. 74th PL. HIALEAH, FL. 33016	

VICE-PRES.	ROBERTO GONZALEZ	150 shares
SECRETARY	2983 S.W. 6th ST. MIAMI, FL. 33135	

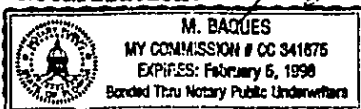
The above resolution was adopted by the Board of Directors and by the shareholders unanimously.

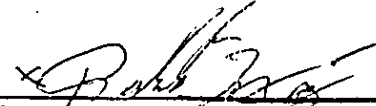
Signed and dated this day of JUNE 24th, 1995.



PRESIDENT - TREASURY

Notarization: 





VICE-PRESIDENT - SECRETARY

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CORPORATIONS
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