

P95000028808

LAZARUS CORPORATE INDUSTRIES, INC.
(Requestor's Name)

890 S.W. 87 AVENUE, SUITE 116
(Address)

MIAMI, FLORIDA 33174 (305) 552-5973
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

(904) 385-6735

OFFICE USE ONLY

RECEIVED
STATE OF FLORIDA
SECRETARY OF STATE
JAN 12 PM 2:51

RECEIVED 1-14-95 4:48
904/14/95 4:10 PM
***122.50 ***122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. La Carretera restaurant, Inc
(Corporation Name) (Document #)
2. Translator - The Road Restaurant, Inc
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 5:00

☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/> Profit	
<input type="checkbox"/> NonProfit	
<input type="checkbox"/> Limited Liability	
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

AMENDMENTS	
<input type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R.A., Officer/Director	
<input type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

W95-7706
532,408

Examiner's Initials

KAN

4-10



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

April 10, 1995

LAZARUS CORPORATE INDUSTRIES, INC.
890 S.W. 87TH AVENUE
#18
MIAMI, FL 33174

SUBJECT: LA CARRETERA RESTAURANT, INC.
Ref. Number: W95000007706

We have received your document for LA CARRETERA RESTAURANT, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

Please complete Article(s) IX.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 595A00016301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 12 PM 2:51

ARTICLES OF INCORPORATION

OF

LA CARRETERA RESTAURANT, INC.

The undersigned, acting as Incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of this Corporation is **LA CARRETERA RESTAURANT, INC.**

ARTICLE II

DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III

PURPOSE

The general purposes for which this Corporation is organized are the following:

A. To engage in and transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purposes in any way.

B. To do such other things as are incidental to the purposes of this Corporation, or necessary or desirable in order to accomplish them.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of Common Stock, having a par value of ONE HUNDRED (\$100.00) dollars per share. All said shares shall be payable in cash, property, labor, or services at a valuation to be fixed by the Board of Directors.

ARTICLE V

ADDRESS

The address of the principal office of this Corporation is 6355 S.W. 8th Street, Miami, Florida.

ARTICLE VI

DIRECTORS

The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one.

ARTICLE VII

INITIAL DIRECTORS

The names and address of the initial Directors of this Corporation are:

NAME

ADDRESS

JOSE MORE

6355 SW 8th Street
Miami, Florida 33144

TOMAS BILLANTE

1900 Biscayne Boulevard
Miami, Florida 33132

ARTICLE VIII
INCORPORATORS

The name and address of the Incorporators signing these Articles of
Incorporation is:

JOSE MORE

6355 SW 8th Street
Miami, Florida 33144

TOMAS BILLANTE

1900 Biscayne Boulevard
Miami, Florida 33132

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial Registered Office of this Corporation is
780 NW LEJEUNE ROAD SUITE 400 Miami, Fl. 33126
Miami, Florida, and the name of the initial Registered Agent at that address is
JOSE M. MARQUEZ

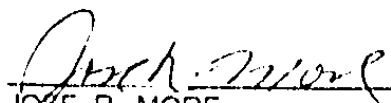
ARTICLE X

AMENDMENT

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 entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 30th day of March, 1995.


JOSE R. MORE
INCORPORATOR


TOMAS BILLANTE
INCORPORATOR

STATE OF FLORIDA)

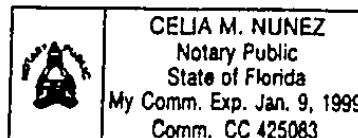
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared, JOSE R. MORE and TOMAS BILLANTE, to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 30th day of March, 1995.


NOTARY PUBLIC STATE OF FLORIDA AT LARGE

My Commission Expires

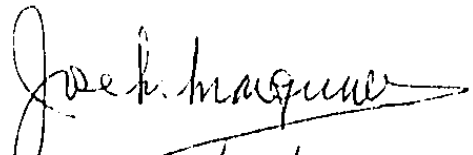


95 APR 12 PM 2:51

ACCEPTANCE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


DATE: 3/30/95

P95000028808

LAZARUS CORPORATE INDUSTRIES, INC.
(Requestor's Name)

890 S.W. 87 AVENUE, SUITE 16
(Address)

MIAMI, FLORIDA 33174 (305) 552-5973
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

(904) 385-6715

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LA CARRETERA RESTAURANT INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

RECEIVED
TALLAHASSEE FLORIDA
55 DEC 27 PM 3:05

☒ Walk in ☒ Pick up time 9:00

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

12/27

John
Yane
Change

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1995

LAZARUS

SUBJECT: LA CARRETERA RESTAURANT, INC.
Ref. Number: P95000028808

We have received your document for LA CARRETERA RESTAURANT, INC. and your check(s) totaling \$35.00. 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) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 295A00053616

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LA CARRETERA RESTAURANT, INC.

RECEIVED
TALLAHASSEE FLORIDA
95 DEC 27 PM 3:05

Pursuant to the provisions of Section 607.1000, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The Articles of Incorporation of LA CARRETERA RESTAURANT, INC., a Florida corporation, filed in Tallahassee on April 12, 1995, be and they hereby are amended in the following particulars:

Article I, Section NAME, be and it hereby amended to read as follows:

"The name of this Corporation is BILBAO

RESTAURANT, INC."

SECOND: The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 5th day of December, 1995.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 5th day of December, 1995.

THIRD: The number of votes cast for the Amendment by the Stockholders was sufficient for approval.

LA CARRETERA RESTAURANT, INC.

By Jose R. More
JOSE R. MORE, President

Jose R. More
JOSE R. MORE, Secretary

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 5th day of December, 1995, by JOSE R. MORE, President and Secretary of LA CARRETERA RESTAURANT, INC., a Florida corporation, on behalf of the corporation. He is personally known to me.

Celia M. Nunez
NOTARY PUBLIC STATE OF FLORIDA

