

1201 HAYS STREET

MIAMI, FL 33131

954 751 9171

954 751 0393 FAX

1-800-345-8086



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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 1-87-00-00002

REFERENCE : 603022 9419A

AUTHORIZATION : Patricia Pizit

COST LIMIT : \$ 122.50

ORDER DATE : May 22, 1995

ORDER TIME : 2:39 PM

ORDER NO. : 603022

700001486007

CUSTOMER NO: 9419A

CUSTOMER: Richard Unger, Esq
SANDLER & SANDLER

Suite C
4020 Sheridan Street
Hollywood, FL 33021

DOMESTIC FILING

NAME: THE CAVES RESTAURANT AND
LOUNGE, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXXX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

T. BROWN MAY 23 1995

FILED
95 MAY 22 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE CAVES RESTAURANT AND LOUNGE, INC.

FILED
95 MAY 22 AM 10 52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THE CAVES RESTAURANT AND LOUNGE, INC.

The address of the principal office of this corporation shall be 2205 North Federal Highway, Ft. Lauderdale, Florida and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$5.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Saul Hochman
Dir.

2205 North Federal Highway
Ft. Lauderdale, Florida

Jacque Hochman
Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Saul Hochman Pres.	2205 North Federal Highway Ft. Lauderdale, Florida
Jacquie Hochman V. Pres.	Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 22, 1995.

CORPORATION SERVICE COMPANY

By: _____

Its Agent, *Gail Shelby*
Gail Shelby

FILED
95 MAY 22 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Gail Sholby*
Its Agent, Gail Sholby

IEL/dgs

1201 HAYS STREET
TALLAHASSEE, FL 32301
(904) 222-9171
(904) 222-0119

800-342-8086

CSC networks
PRESTIGE RENT
LEGAL & FINANCIAL SERVICES

P95000040513

ACCOUNT NO. : 072100000032

REFERENCE : 664982 9419A

AUTHORIZATION

COST LIMIT

Patricia P. P. P.

95 AUG 18 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ORDER DATE : August 18, 1995

ORDER TIME : 10:09 AM

ORDER NO. : 664982

CUSTOMER NO: 9419A

CUSTOMER: Richard Unger, Esq
Sandler And Sandler, P.a.
Suite C
4020 Sheridan Street
Hollywood, FL 33021

800001563989

CHANGE OF AGENT

NAME: THE CAVES RESTAURANT AND
LOUNGE, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CONTACT PERSON: Carol M. Hensal

7/18
John
RA
Change

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
FLORIDA submits the following statement in order to change its registered office
or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: THE CAVES RESTAURANT AND LOUNGE, INC.

1b. Date of Incorporation May 22, 1995 Document number 95000040513

2. The name and address of the current registered agent and office:

CORPORATION SERVICE COMPANY

1201 Hayes Street
Tallahassee, Florida 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

SAUL HOCHMAN

2205 N. Federal Hwy Ft Lauderdale FL 33305

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.

[Signature]
SIGNATURE
7-15-95
DATE

Saul Hochman, Pres.
Typed or printed name and title
SAUL HOCHMAN, PRESIDENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, I 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 RELATIVE TO THE PROPER AND COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE [Signature]
(Registered Agent)
DATE 7-15-95

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314