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TO: DIVISION OF CORPORATIONS  
STATE OF FLORIDA  
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TALLAHASSEE, FL 32399  
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FROM: EMPIRE CORPORATE KIT COMPANY  
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SECRET  
STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**FRITANGA NICA-HIALKAN, INC.**

I, the undersigned, do hereby make, subscribe, acknowledge and file these Articles of Incorporation with the Secretary of State of the State of Florida for the purpose of becoming a corporation for profit under the laws of the State of Florida.

**ARTICLE I**

The name of the Corporation shall be FRITANGA NICA-HIALKAN, INC.

**ARTICLE II**

This corporation is to have perpetual existence, unless dissolved sooner according to the laws of the State of Florida.

**ARTICLE III**

The general nature of the business and the objects and purposes proposed to be transacted and carried on by this Corporation shall be as follows:

A. To introduce, erect, operate, conduct, manage, maintain, and carry on a restaurant and cafe, business; to buy, sell, lease, or otherwise dispose of, and to operate, conduct, furnish, equip, and manage restaurants, inns, eating houses, taverns, cafes, and generally to do and perform everything necessary for carrying out

RAOUL GARCIA-VIDAL, P.A.  
COLUMBUS CENTER  
SUITE 1450  
ONE ALHAMBRA PLAZA  
CORRAL GABLES, FLORIDA 33134  
TELEPHONE: (305) 444-8382  
FLORIDA BAR NO.: 209509

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the aforesaid purposes; to buy, or otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, import, and export food and food products of every class and description, fresh, canned, preserved, or otherwise; and to prepare and serve all food, beverages, alcoholic or nonalcoholic, and other preparations and refreshments of all kinds.

C. The foregoing shall be construed as enumerating both objects and powers of the Corporation, but it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation, and the Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

#### ARTICLE IV

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any time shall be SEVEN THOUSAND FIVE HUNDRED (7,500) having a par value of ONE AND NO/00 (\$1.00) DOLLAR per share, all of which shall be common stock. Each of the shares of such stock shall entitle the holder thereof to one (1) vote at any meeting of the Stockholders. All or any part of such stock may be paid for in cash, in property, in labor, or in services, whether the services rendered prior to or after the issuance of the stock, at a fair valuation to be fixed by the Board of Directors of this Corporation, or as fixed by the Stockholders of this Corporation in the event that the Corporation may be merged by the Stockholders.

**ARTICLE V**

The amount of the capital with which the Corporation shall begin business is not less than FIVE HUNDRED AND NO/00 (\$500.00) DOLLARS.

**ARTICLE VI**

The initial business office of this Corporation shall be located at 1426 West 49th Street, Hialeah, Florida 33012, but the Corporation shall have the power to establish such other places of business at such other locations within or without the State of Florida as may be determined or deemed expedient.

The initial Registered Agent of the Corporation shall be RAOUL GARCIA-VIDAL, ESQ., who is located at the street address of COLUMBUS CENTER, Suite 1450, One Alhambra Plaza, Coral Gables, Florida 33134.

**ARTICLE VII**

There shall be a Board of Directors of this Corporation which shall consist of not less than one (1) and not more than five (5) Directors. The number of Directors may be increased or decreased from time to time by the Board of Directors, or by the Corporate By-Laws, and each of the Directors shall be of full age.

A quorum for the transaction of business shall be a majority of the Directors qualified and active, and the act of the majority of the Directors shall be the act of the Corporation. Subject to the By-Laws, if any, adopted by the Stockholders, the Directors may make the By-Laws. Meetings of the Directors may be held within or without the State of Florida, and Directors need not be

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## INDEX

**MANUEL A. BALTOIANO**

**LUCY N. BALTODANO**

**MIREYA BALTOIANO**

## ARTICLE IX

**2020**

**SANDRA LECATO**

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**ARTICLE I**

This Corporation reserves the right to amend, alter, change or appeal any provisions contained in these Articles of Incorporation in the manner now or hereinafter described by Statute.

The Stockholder or Stockholders shall have the power to make or amend the By-Laws of this Corporation and to fix any amount to be reserved for working capital. Private property of the Stockholder or Stockholders shall not be subject to the payment of the corporate debt to any extent whatsoever. The corporation shall have a first lien on the shares of its members or members and upon dividends due them for any indebtedness of such member or members of the Corporation.

IN WITNESS WHEREOF, I, the undersigned, have made and subscribed these Articles of Incorporation at the City of Coral Gables, County of Dade, State of Florida, on the 2nd day of August, 1995 for the uses and purposes last aforesaid.

Sandra Lezcano  
SANDRA LEZCANO

STATE OF FLORIDA }  
COUNTY OF DADE } SS

BEFORE ME, the undersigned authority to take acknowledgments and administer oaths, personally appeared SANDRA LEZCANO, to me well known and to me personally known to be the person described herein and who executed the foregoing Articles of Incorporation of

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**My commission expires:**

**0068000000**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCEEDS WITHIN  
THIS STATE, NAMING RESIDENT AGENT FROM  
WHOM PROCESS MAY BE SERVED**

FURTHER TO Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said act:

THAT FRITANGA NICA-HIALEAH, INC., desiring to organize under the laws of the State of Florida, with its principal place of business located at 1426 West 49th Street, Hialeah, Florida 33012, has named RAOUL GARCIA-VIDAL, ESQ., located at the COLUMBUS CENTER, Suite 1450, One Alhambra Plaza, Coral Gables, Florida 33134, as its Registered Agent to accept process within the State of Florida.

BY:   
RAOUL GARCIA-VIDAL, Registered Agent

**ACKNOWLEDGEMENT**

HAVING BEEN MADE TO ACCEPT Service of Process for the above named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act in regard to keeping open said office.

BY:   
RAOUL GARCIA-VIDAL

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TALLAHASSEE, FLORIDA

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