1000638 OFFICE USE ONLY (Document #) UCC FILING & SEARCH SERVICES (Requestor's Name) 526 EAST PARK AVENUE SUITE 200 TALLAHASSEE, FL 32301 (904) 681-6528 (City, State, Zip) (Phone #) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): aroused Parate Cafai (Corporation Name) (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) Walk in Certified Copy Pick up time ARTICLES ONLY Certificate of Status Will wait Photocopy Mail out CERTIFICATE OF GOOD STANDING **NEW FILINGS AMENDMENTS** Certificate of FICTICIOUS NAME ∠ | Profit Amendment FICTICIOUS NAME SEARCH Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability CORP SEARCH Dissolution/Withdrawal Domestication Merger Other **HOLD FOR** REGISTRATION/ OTHER FILNGS QUALIFICATION Annual Report PICKUP BY Foreign Fictitious Name Limited Partnership Name Reservation

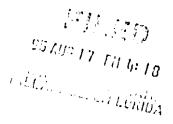
Reinstatement Trademark Other

CR2E031(9/92)

# **UCC SERVICES**

Examiner's Initials

D. BROWN AUG 1 7 1995



#### ARTICLES OF INCORPORATION

OF

AROUSED PALATE CAFE, INC.

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

#### ARTICLE I. NAME

The name of the corporation shall be: AROUSED PALATE CAFE, INC.

The address of the principal office of this corporation shall be 829 Fleming Street, Key West, Florida 33040, 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 at \$5.00 par value.

#### ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be 526 East Park Avenue, Suite 200 Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is UCC Filing & Search Services, Inc.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. OFFICERS AND DIRECTORS

The names and addresses of the officers and directors are:

Richard McGinnis 506B Elizabeth Street Key West, FL 33040 President/Director

Michael Weston 1501 Truman Avenue Key West, FL 33040 Vice President/Director

Michele Vicari 506B Elizabeth Street Key West, FL 33040 Secretary/Treasurer/
Director

#### ARTICLE VII. INCORPORATOR

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

UCC Filing & Search Services, Inc. 526 East Park Avenue, Suite 200 Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has hereunto set her hand and seal of UCC Filing & Search Services, Inc., on this 17th day of August, 1995.

UCC Filing & Search Services, Inc.

Its Agent, Betty B. Young

#### ACCEPTANCE OF REGISTERED AGENT DESIGNATED

#### IN ARTICLES OF INCORPORATION

UCC Filing & Search Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation name 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 or Registered Agent under Section 607.0505, Florida Statutes.

UCC Filing & Search Services, Inc.

Its Agent, Betty B.

# 000063848 OFFICE USE ONLY (Document 1)

UCC FILING & SEARCH SERVICES		
(Requestor's Name)		
526 EAST PARK AVENUE SUITE 2	1	
TALLAHASSEE, FL 32301 (904)	681-6528	
(City, State, Zip) (Phon	0 " '	<b>海流一</b>
	OFFICE	USE ONLY
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Name Reservation	Reinstatement	UCC SERVICES
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	Other	Examiner's Initials

Examiner's Initials

Florida Department of State, Sandra B. Mortham, 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  $\frac{F1 \text{ or} \frac{1}{2} \text{ da}}{\text{submits the following statement in order to change its registered office or registered agent, or both in the State of Enrice$ both, in the State of Florida. 1a. The name of the corporation is: AROUSED PALATE CAFE, INC. 1b. The mailing address of the corporation is: 829 Floming Street Key West, FL 1c. Date of incorporation: August 17, 1995 Document number: P95000063848 The name and address of the current registered agent and office: UCC Filing & Search Services, Inc. 526 East Park Avenue, Suice 200 Tallahassee, FL 32301 3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable) Manuel E. Garcia, Esq. 820 Simenton Street Key West, Ft. 33040 The street address of its registered office 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 of an officer, chairman or Michael Wester (Printed or typed name and title) Having been named as registered agent and to accept service of process for the above stated corporation, Thereby 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 complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. (Signature of Registered Agent) If signing on behalf of an entity:

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

(Typed or Printed Name)

(Capacity)

#### 20063848 Michele Vicari P.O. Box 405 Key West, FL 33041 City/State/Zip Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): I. (Corporation Name) (Document #) 2. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time Certified Copy Walk in Photocopy Certificate of Status ☐ Will wait Mail out AMENDMENTS NEW FILINGS Profit Amendment Resignation of R.A., Officer/Director NonProfit Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication 100001954671 -09/24/96--01096--009 Other Merger \*\*\*\*\*35.00 \*\*\*\*\*35.00 OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement N. HENDRICKS OCT 1 4 1996 Trademark Other Examiner's Initials



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 26, 1996

MICHELE VICARI P.O. BOX 405 KEY WEST, FL 33041

SUBJECT: AROUSED PALATE CAFE, INC.

Ref. Number: P95000063848

91

We have received your document for AROUSED PALATE CAFE, 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 registered agent must sign accepting the designation.

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 ontity. 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.

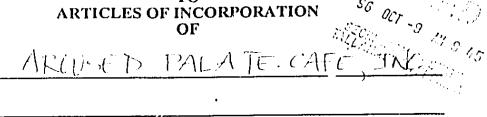
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks Corporate Specialist

Letter Number: 496A00044293

## ARTICLES OF AMENDMENT то



(present name)

Pursuant to the provisions of section 607.1000, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

DETICLE 1 : (NEW NAME) BOXXX, ENTERIRISES, INC. 7.32 LOVE LANE ] NEW BISINESS LEY WEST, FL 33040) ADDRESS

ARTICLE 4: MICHELE VICARI

132 LOVE LAWE

KEY WEST, FL 33040 ACENT

ARTICLE 6: DELETE MICHAEL WESTON AS OFFICER VICE PRESIDENT, IRECTOR

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THÍRD A	he date of each amendment's adoption:		
	Adoption of Amendment(s) (CHECK ONF)		
<b>,</b> [2]			
	The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"		
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.			
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Si	gned this 20th day of SEPTEMPER, 1996.		
Signature _	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
	OR		
(By a director if adopted by the directors)			
OR			
(By an incorporator if adopted by the incorporators)			
	MICHELE VICARI  Typed or printed name		
Jan	PRESIDENT / Registered agent  [a.m.li.e. with and accept the duties  [a.z.posivirelches as registered agent.		
and	herposicerelettes as registered agent.		
	Michele Udari President/Registered agent 9/30/96		
	9/30/96		

### SmilinHeart Enterprises, Incorporated

732 Love Lane, Key West, Florida 33040

# P95000063848

January 27, 1997

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



ATTENTION: Sandra B. Mortham, Secretary of State

Dear Ms. Mortham:

Please find enclosed an amendment to the corporate name as indicated thereon. In addition, please find my check in the amount of \$35 for the purpose of transacting this change to be made effective with the date shown on the amendment. The address of the corporation remains unchanged.

I trust this is sufficient. Please contact me as soon as possible should there be additional requirements. Thank you.

Respectfully,

SmilinHeart Enterprises, Incorporated

XMichele Mari

D. Michele Vicari

President

Enclosures: Completed Articles of Amendment to Articles of Incorporation

Check #0115 (\$35) dated 1/27/97

Current corporate name: Boxxx Enterprises, Inc.

97 JAN 29 AM 9: 30
SECRETARY OF STATE ALLAHASSEE FLORIDA

1, ( a ( ) ( )

#### ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

POXXX ENTERPRISES 5 INC THE CONTRACT OF THE CO

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation edopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

THEASE AMEND CORPORATE NAME

SMILINHEART ENTERPRISES, INC.

(NO CHANGE TO ADDRESS -REMAINS AS);

> 732 LOVE LANE KEY WESTO FL 33040

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

FIURD: Th	ne date of each amendment's adoption: 1/27/97
	Adoption of Amendment(s) (CHECK ONE)
Ą	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Si	gned this day THOS OF JANUARY 1997
Signature _	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR Z
	(By an incorporator if adopted by the incorporators)
	D. MICHELE VICARI
	PRESIDENT Title