CONTACT:

P95000063848 479406

OFFICE USE ONLY (Document #)

UCC FILING & SEARCH SERVICES
(Requestor's Name)

526 EAST PARK AVENUE SUITE 200
(Address)

TALLAHASSEE, FL 32301 (904) 681-6528
(City, State, Zip) (Phone #)

800001569508
-08/17/95--01042--010
*****70.00 *****70.00

OFFICE USE ONLY

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

	(Corporation Name)	(Document #)
1.	Aroused Palate Cafe Inc.	
2.		
3.		
4.		

☒ Walk in ☐ Pick up time ______ ☐ Certified Copy ☐ ARTICLES ONLY

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status ☐ ALL CHARTER DOCS

☐ CERTIFICATE OF GOOD STANDING

	NEW FILINGS
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

☐ Certificate of FICTICIOUS NAME

☐ FICTICIOUS NAME SEARCH

☐ CORP SEARCH

	OTHER FILNGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

HOLD FOR PICKUP BY UCC SERVICES

Examiner's Initials	

D. BROWN AUG 1 7 1995

CR2E031(9/92)

FILED
95 AUG 17 PM 4:18
FLORIDA

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.

By: Betty B. Young
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.

By: ______________________
Its Agent, Betty B. Young

P950000 63848

OFFICE USE ONLY (Document #)

UCC FILING & SEARCH SERVICES
(Requestor's Name)

526 EAST PARK AVENUE SUITE 200
(Address)

TALLAHASSEE, FL 32301 (904) 681-6528
(City, State, Zip) (Phone #)

OFFICE USE ONLY

95 SEP 13 PM 3:21

FILED

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

-09/13/95--01054--006
*****35.00 *****35.00

1. [illegible] (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

- [x] Walk in
- [ ] Pick up time ________
- [ ] Mail out
- [ ] Will wait
- [ ] Photocopy
- [ ] Certified Copy
- [ ] Certificate of Status
- [ ] CERTIFICATE OF GOOD STANDING
- [ ] ARTICLES ONLY
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	Amendment
	Resignation of R.A., Officer/Director
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- [ ] Certificate of FICTICIOUS NAME
- [ ] FICTICIOUS NAME SEARCH
- [ ] CORP SEARCH

	OTHER FILNGS
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	REGISTRATION/ QUALIFICATION
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	Other

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Examiner's Initials	

CR2E031(9/92)

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 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: AROUSED PALATE CAFE, INC.

1b. The mailing address of the corporation is : 829 Fleming Street
Key West, FL 33040

1c. Date of incorporation: August 17, 1995 Document number: P95000063848

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

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

FILED
95 SEP 13 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Manuel E. Garcia, Esq.
820 Simonton Street
Key West, FL 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] 8/31/95

(Signature of an officer, chairman or vice chairman of the board) (Date)

Michael Weston V President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[signature] 8/31/95

(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

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

P95000063848

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):

1. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

96 OCT -8 PM 3:45

- [ ] Walk in
- [ ] Pick up time ____________
- [ ] Certified Copy
- [ ] Mail out
- [ ] Will wait
- [ ] Photocopy
- [ ] Certificate of Status

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	Limited Liability
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	AMENDMENTS
X	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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-09/24/96--01096--003
*****35.00 *****35.00

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

N. HENDRICKS OCT 1 4 1996

Examiner's Initials	

CR2E031(1/95)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 26, 1996

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

9 TL

SUBJECT: AROUSED PALATE CAFE, INC.
Ref. Number: P95000063848

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 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) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 496A00044293

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

ARGUED PALATE CAFE, INC.

SG OCT -9 AM 9:45

(present name)

Pursuant to the provisions of section 607.1006, 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)*

ARTICLE 1 :(NEW NAME)

BOXXX, ~~INC.~~ ENTERPRISES, INC.

732 LOVE LANE
KEY WEST, FL 33040 } NEW BUSINESS ADDRESS

ARTICLE 4 :

MICHELE VICARI
732 LOVE LANE
KEY WEST, FL 33040 } NEW REGISTERED AGENT

ARTICLE 6 :

DELETE MICHAEL WESTON AS VICE PRESIDENT, DIRECTOR } REMOVAL OF OFFICER

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:

THIRD: The date of each amendment's adoption: 9.20.96.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- [x] 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 ______________ (voting group)."

- [ ] 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.

Signed this 20th day of SEPTEMBER, 19 96.

Signature Michele Vicari
(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

PRESIDENT / Registered Agent
Title

I am familiar with and accept the duties and responsibilities as registered agent.

Michele Vicari
President / Registered Agent
9/30/96

SmilinHeart Enterprises, Incorporated
732 Love Lane, Key West, Florida 33040
(305) 296-7228

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

D. Michele Vicari

D. Michele Vicari
President

FILED
97 JAN 29 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures: Completed Articles of Amendment to Articles of Incorporation
Check #0115 ($35) dated 1/27/97

Current corporate name: Boxxx Enterprises, Inc.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

BOXXX ENTERPRISES, INC.

97 JAN 29 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

Pursuant to the provisions of section 607.1006, 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)*

PLEASE AMEND CORPORATE NAME
TO:

SMILINHEART ENTERPRISES, INC.

(NO CHANGE TO ADDRESS -
REMAINS AS):

732 LOVE LANE
KEY WEST, 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:

THIRD: The date of each amendment's adoption: 1/27/97.

FOURTH: Adoption of Amendment(s) **(CHECK ONE)**

- [x] 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 ______________________ ."
  voting group

- [ ] 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.

Signed this day 27th of JANUARY, 19 97.

Signature D. Michele Vicari
(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)

D. MICHELE VICARI
Typed or printed name

PRESIDENT
Title

97 JAN 29 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA