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8/31/95

1:58 PM

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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FROM: ACE INDUSTRIES, INC.
54 NW 11TH ST

((H95000009715)))

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

MIAMI FL 33136-2890302- 0
CONTACT: LYNN FRIEDMAN
PHONE: (305) 358-2571
FAX: (305) 358-7832

((H95000009715)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: GENERAL MEDICAL FAMILY CENTER INC.
FAX AUDIT NUMBER: H95000009715
DATE REQUESTED: 08/31/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 2
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 1:58:32
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 070744001530

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TALLAHASSEE, FLORIDA

59/11

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ACE INDUSTRIES/PRINTING CORP. KIT

P. 04

H95-04715

ARTICLES OF INCORPORATION

of GENERAL MEDICAL FAMILY CENTER INC.
a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: GENERAL MEDICAL FAMILY CENTER INC.
Address of the Corporation: 5455 S.W. 8th STREET #230
MIAMI, FLORIDA 33155

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
5455 S.W. 8th STREET #230 MIAMI, FLORIDA 33155
and the name of the initial registered agent at such address is ANNA GAROZ

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation.

Signature of Registered Agent

09/31/95
Date

Article 6: The board of directors are as follows:
The name and address of the Initial Director: (All persons listed after the first are additional directors)
1. ANNA GAROZ 5455 S.W. 8th STREET #230 MIAMI, FLORIDA 33155

Article 7: The Name and address of the incorporator is:
ANNA GAROZ 5455 S.W. 8th STREET #230 MIAMI, FLORIDA 33155

In witness whereof I have subscribed my name

Signature of Incorporator

ANNA GAROZ

H95-04715
ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33138
305-358-2571

P95000067636

11/20/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

4:57 PM

((H96000016431 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: BIBA RESTAURANT, INC.

AUDIT NUMBER.....H96000016431

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

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DIVISION OF CORPORATIONS
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*Amend
KIT*

ARTICLES OF AMENDMENT OF
TO
ARTICLES OF INCORPORATION
OF
BIBA RESTAURANT, INC.

(4)
P95000067636
H96 000016431

Pursuant to the provisions of Section 607.1006 Florida Statutes, this corporation adopts the following articles of Amendments to its articles of Incorporation:

FIRST: Article X of the Articles of Incorporation is hereby amended in the following manner:

Ninery Shares of the corporation were transferred in ownership from Clara De Jesus to Mr. Jose Maria Pacheco;

In Addition, Ten shares of the corporation were transferred in ownership from Clara De Jesus to Mr. Noe Castro.

SECOND: Article IX of the Articles of Incorporation is hereby amended in the following manner:

Clara De Jesus hereby resigns as director, President, and Secretary of this corporation;

In addition, Mr. Jose Maria Pacheco was elected as the sole director of this corporation. Mr. Pacheco's address is : 3472 S.W. 8th Street
Miami, Florida 33135;

In addition, Mr. Jose Maria Pacheco was elected as the President and Secretary of this corporation;

In addition, Mr. Noe Castro was elected as Vice President and Treasurer of this corporation. Mr. Castro's address is : 3472 S.W. 8th Street
Miami, Florida 33135.

THIRD: These amendments were adopted on November 19, 1996.

FOURTH: These amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 19th day of November, 1996.

By: Clara De Jesus

Clara De Jesus, former shareholder, director,

H96 000016431

Prepared by: Eduardo J. Garcia, Esq. 1101 Brickell Ave. 3rd FL
(305) 358-4800 FBN. 19526 Miami, FL 33131

P. 04/05

EMPIRE CORPORATE KIT

NOV-28-1996 17:31

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DIVISION OF CORPORATIONS
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SO 8 78101

H96000016431

president, and treasurer of BIBA RESTAURANT,
INC.

By: 

Mr. Jose Maria Pacheco, shareholder, director,
president, and treasurer, of BIBA RESTAURANT,
INC.

Document Prepared by:
Eduardo J. Garcia, P.A.
1101 Brickell Avenue, Third Floor
Miami, Florida 33131
Fl. Bar No. 19326

H96000016431

JARKOW & COMPANY

3300 N.E. 152 STREET

SUITE 100

MIAMI, FLORIDA 33180

TELEPHONE (305) 682-9995

FACSIMILE (305) 682-9915

P9500067667

November 12, 1996

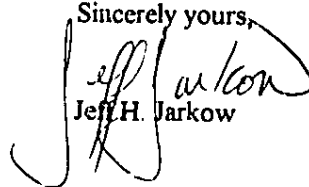
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

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*****43.75 *****43.75

Dear Division of Corporations:

Enclosed you will find the Articles of Dissolution of General Medical Family Center Inc. and a check payable to the Division of Corporations in the amount of \$43.75 to cover the cost of filing the enclosed articles and obtaining a Certificate of Status showing that such corporation is properly dissolved. Please send the Certificate of Status to the above address. Thank you for your assistance in this matter.

Sincerely yours,


Jeff H. Jarkow

JHJ/ag
Encl.

SH 12/2

FILED
96 NOV 22 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

Pursuant to 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution.

FIRST The name of the corporation is General Medical Family Center Inc.

SECOND The dissolution was authorized on 11/8/96.

THIRD: Adoption of Dissolution

Dissolution was approved by the shareholders. The number of votes cast for dissolution represented 100% of the outstanding shares and was sufficient for approval.

FORTH: This corporation has no intention of re-booking this dissolution and the name of this corporation is available for immediate use by any other corporation.

Signed this 12 day of NOVEMBER 1996.

General Medical Family Center Inc.

By: Anna Garoz, Director and President

State of Florida)
) ss
County of Dade)

The foregoing instrument was acknowledged before me this 12 day of November 1996 by Anna Garoz, as president and director of General Medical Family Center Inc., a Florida corporation on behalf of such corporation. She is personally known to me or she has produced SHE IS PERSONALLY KNOWN as identification, and did not take an oath.

Sign Name: [Signature]

Print Name: Harry Helman
Notary Public

My commission Expires:

Serial No. (none, if blank)

OFFICIAL NOTARY SEAL
HARRY HERMAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC381724
MY COMMISSION EXP. JULY 31, 1998