

P 95000068013

TRANSMITTAL LETTER

DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
SEP 1 1995
TALLAHASSEE, FLORIDA

SUBJECT: A.M. DEMESA, Inc.

Enclosed is an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for A.M. DEMESA, Inc., a Florida Corporation.

A check for \$70.00 is also enclosed, which represents payment for filing the Articles and the Designation of Registered Agent fee. Please stamp the copy with the filing date and return it to me in the enclosed self-addressed stamped envelope.

Thank you.

Ann Marie DeMesa
President and Chief Executive Officer

3302 West Barcelona Street
Tampa, Florida 33629
(813) 839-9331

FILED
1995 AUG 31 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEY SEP 5 1995

ARTICLES OF INCORPORATION

The undersigned, acting as the Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation

- 1 Name The name of the corporation is **A.M. DEMESA, INC.**
- 2 Duration The period of its duration is perpetual.
- 3 Purpose The purpose is to engage in a restaurant/cafe business and any other activity of business permitted under the laws of the United States and Florida.
- 4 Capital Stock The corporation is authorized to issue 50,000 shares, all of one class, at One (\$1 00) Dollar par value. The corporation elects to have preemptive rights assigned to the shares of stock issued by the corporation.
- 5 Voting requirements: An affirmative vote of the majority of the voting shares represented at a shareholder meeting is required for the shareholders to act, except when voting on the dissolution of the corporation, in which an affirmative vote of two-thirds of the outstanding shares of the corporation is necessary.
- 6 Initial Registered Office and Agent The name and address of the initial registered office and agent of this corporation is as follows.

Ann Marie DeMesa
3302 West Barcelona Street
Tampa, Florida 33629

7. Initial Principal Office of Corporation. The initial principal office and mailing address of this corporation is as follows:

A.M. DEMESA, Inc
3302 West Barcelona Street
Tampa, Florida 33629

8. Initial Board of Directors. This corporation shall have no directors. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law.

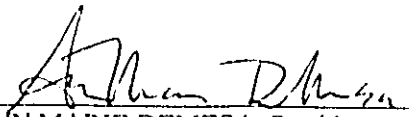
- 9 Incorporators. The name and address of the Incorporator signing these Articles of Incorporation is:

ANN MARIE DEMESA
3302 West Barcelona Street
Tampa, Florida 33629

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1995 AUG 31 AM 11:22
SECRETARY
TALLAHASSEE

10 Amendment of Articles. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation

IN WITNESS WHEREOF, the undersigned Incorporator and the Registered Agent have executed these Articles of Incorporation this 28th day of August, 1995.


ANN MARIE DEMESA, President and Chief Executive Officer

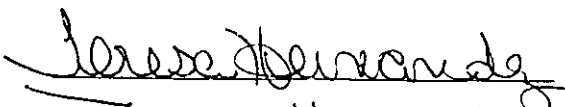
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

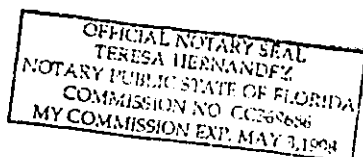
BEFORE ME, the undersigned authority, this day personally appeared, ANN MARIE DEMESA, who is personally known to me or who have produced FLD # DSO-053-60-970 as identification, and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed said instrument for the purposes therein expressed.

SUBSCRIBED AND SWORN to before me this 28 day of August, 1995.

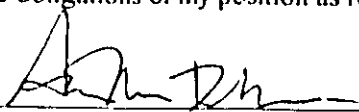
NOTARY PUBLIC
State of Florida at Large:

My commission Expires:


Teresa Hernandez
Printed Name



Having been named as registered agent and designated to accept service of process for the above 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 status relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

A handwritten signature in dark ink, appearing to read 'Ann Marie Demesa', written over a horizontal line.

ANN MARIE DEMESA, Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

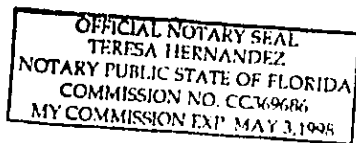
BEFORE ME, the undersigned authority, this day personally appeared,
ANN MARIE DEMESA, who is personally known to me to be the person who executed
the foregoing Articles of Incorporation and she acknowledged to and before me that she
executed said instrument for the purposes therein expressed.

SUBSCRIBED AND SWORN to before me this 28 day of
August, 1995.

NOTARY PUBLIC
State of Florida at Large:

Teresa Hernandez
Teresa Hernandez
Printed Name

My commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000068013

A.M. DeMesa, Inc
3302 W. Barcelona St.
Tampa, FL 33629
(813) 839-9331

Office Use Only

COR

NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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*****35.00 *****35.00

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 22 PM 1:04

521 MAY 23 1996

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: A. M. DeMesa, Inc.

SECOND: The articles of incorporation were filed on: August 31, 1995

THIRD: (CHECK ONE)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

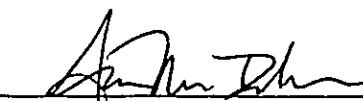
SIXTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 19 day of May, 19 96

Signature



(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Ann Marie DeMesa

(Typed or printed name)

President and Chief Executive Officer

(Title)

RECEIVED
DIVISION OF
CORPORATION
96 MAY 22 PM 1:01