

P96000006286

FLORIDA INSURANCE, INC.
1025 E. JEUNE RD
CORAL GABLES, FL 33134
(305) 446-7339

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

900001681853
-01/08/96--01095--007
*****70.00 *****70.00

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

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

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

NEW FILINGS

Profit
NonProfit
Limited Liability
Domestication
Other

AMENDMENTS

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

OTHER FILINGS

Annual Report
Fictitious Name
Name Reservation

REGISTRATION/
QUALIFICATION

Foreign
Limited Partnership
Reinstatement
Trademark
Other

FILED
96 JAN 22 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01/11/96
01/11/96
01/11/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 11, 1996

RECLAMA INSURANCE, INC.
542 S LE JEUNE ROAD
CORAL GABLES, FL 33134

SUBJECT: VALENTINO'S, INC.
Ref. Number: W96000000940

We have received your document for VALENTINO'S, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6933.

Dana Farmer
Document Specialist

Letter Number: 796A00001557

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96 JAN 22 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
VALENTINO'S PIZZA, INC.
-VALENTINO'S, INC.-**

The undersigned for the purpose of forming a corporation under Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the Corporation shall be VALENTINO'S, INC.

ARTICLE II TERM OF EXISTENCE

The period of duration of the corporation is perpetual unless dissolved according to law.

ARTICLE III NATURE OF BUSINESS

(a) This corporation is to act as a representative for companies in matters of restaurant operations and the sale of food.

(b) This corporation may engage in any activity or business permitted under the laws of the United States and this State.

ARTICLES IV AUTHORIZED SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of Capital Stock. Such shares shall be of a single class, and shall have a par value of \$1.00 per share and shall be deemed as Section 1244 Common Stock pursuant to the Internal Revenue Code of 1954 as amended or any other Section of the Internal Revenue Code treating such stock in the same manner as Section 1244 Common Stock as previously stated.

**ARTICLE V INITIAL STREET ADDRESS AND REGISTERED
AGENT**

The initial street and mailing address of the principal office of this corporation is:
11664 NW 11 Avenue
Miami, Florida 33168

The Board of Directors may, from time to time, move the principal office to and other address in Florida .

ARTICLE IX BYLAWS

The Board of Directors shall adopt By-Laws for this Corporation which may be adopted, altered, amended or repealed by the shareholders or directors in any manner permitted by the By-Laws.

ARTICLE X CALLING OF SPECIAL MEETING

Special meetings of stockholders may be called by a majority of the stockholders.

ARTICLE XI STOCKHOLDER QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the stockholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the stockholders.

ARTICLE XII AMENDMENT

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law. Every amendment shall be approved by the Board of directors, proposed by them to the stockholders and approved at a Stockholder's Meeting by the majority of the stock entitled to vote thereon.

**ARTICLE XIII DATE OF COMMENCEMENT OF CORPORATE
EXISTENCE**


The date of commencement of corporate existence of this corporation shall be the day of filing.

IN WITNESS WHEREOF, the Subscriber of these Articles of Incorporation has hereunto set his hand and seal this 29th day of December, 1995.

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)


ROBERTO MARTINEZ, President
FL DR LK # MK 65-720-44-442-0

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)


RAMON MARRERO, Vice-President
FL DR LK # MK 65-720-44-292-0

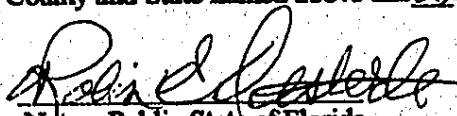
I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared ROBERTO MARTINEZ and RAMON MARRERO known to be the persons described Subscriber in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 29th day of December, 1995.



ROBIN E. OESTERLE
MY COMMISSION # CC415351 EXPIRES
November 3, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

My Commission Expires:


Notary Public State of Florida
at Large

The initial registered agent is RAMON MARRERO , whose address is 11664 N.W. 11 AVE in Miami, Florida 33168.

Having been named to accept service of process for the above stated Corporation, at place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


RAMON MARRERO

ARTICLE VI DIRECTORS

The business of this corporation shall be managed by a Board of Directors consisting of one (1) or more members, the exact number to be determined from time to time in accordance with the By-Laws. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the Bylaws. Directors need not be stockholders.

ARTICLE VII INITIAL DIRECTORS

The name and address of the persons who shall serve as directors until the First Annual Meeting of Shareholders, and thereafter, or until their successors have been elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ramon Marrero	11664 NW 11 Avenue Miami, FL 33168
Roberto Martinez	13011 SW 83 Street Miami, FL 33183

ARTICLE VIII SUBSCRIBERS

The name and post office address of the subscribers of these Article of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Ramon Marrero	V- Pres. 11664 NW 11 Avenue, Miami, Fl.	250
Roberto Martinez	President 13011 SW 83 Street , Miami, Fl.	250

FILED
JUN 22 AM 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA