

981 P96000013488

AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

800001713628

-02/13/96--01101--001

\*\*\*2030.00 \*\*\*\*\*70.00

OFFICE USE ONLY

RECEIVED  
96 FEB 13 AM 11:10  
DIVISION OF CORPORATIONS

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

1. POLYNESIAN PLUS, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

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☐ Will wait

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☐ Certificate of Status

NEW FILINGS	
<input checked="" 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 type="checkbox"/>	Dissolution/Withdrawal
<input 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 FEB 13 PM 12:46

2-13-96

Examiner's Initials

WJW

**ARTICLES OF INCORPORATION**  
**OF**  
**POLYNESIAN PLUS, INC.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of the Corporation is **POLYNESIAN PLUS, INC.**, (hereinafter, "Corporation").

**ARTICLE 2 - PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE 3 - PRINCIPAL OFFICE**

The address of the principal office of this Corporation is 4125 Southwest Martin Highway, Palm City, Florida 34990 and the mailing address is the same.

**ARTICLE 4 - INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez  
343 Almeria Avenue  
Coral Gables, Florida 33134

**ARTICLE 5 - OFFICERS**

The officers of the Corporation shall be:

President:	Ed Davis
Secretary:	Ed Davis
Treasurer:	Ed Davis

whose addresses shall be the same as the principal address of the Corporation.

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## **ARTICLE 6 - DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Ed Davis

whose addresses shall be the same as the principal address of the Corporation.

## **ARTICLE 7 - CORPORATE CAPITALIZATION**

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

## **ARTICLE 8 - POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.



#### **ARTICLE 9 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE 10 - REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereof, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### **ARTICLE 11 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, 343 Almeria Avenue, Coral Gables, Florida 33134.

#### **ARTICLE 12 - BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### **ARTICLE 13 - EFFECTIVE DATE**

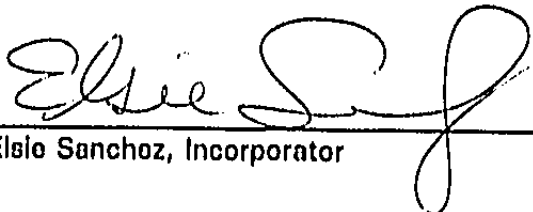
These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE 14 - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 12 February 1996.

  
Elsie Sanchoz, Incorporator

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB 13 PM 12:46

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, 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 of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel,  
Chartered doing business as  
AmeriLawyer®

  
By: \_\_\_\_\_  
Natalia Utrera, Vice President

ARTESINC



Law Offices of

**SIMMONS, SOLOMON, DREYER & MANCINI**

Evel L. Simmons  
Lynn D. Solomon  
Noreen S. Dreyer  
Joseph J. Mancini  
Patrick A. Pinkney  
Pam E. Booker  
Donna M. Douglas  
(Of Counsel)

Unity One at St. Lucie West  
145 NW Central Park Plaza, Suite 200  
Port St. Lucie, Florida 34986  
Telephone: (881) 340-7781  
Facsimile: (881) 340-0804

789 South Federal Highway  
Suite 207  
Stuart, Florida 34994  
Telephone: (800) 771-5297

299 Broadway, Suite 420  
New York, New York 10007  
Telephone: (212) 385-4840  
Facsimile: (212) 385-4844

P9600001348P

PLEASE REPLY TO: Port St. Lucie

June 20, 1996

Via Overnight Delivery

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

**Re: Polynesian Plus, Inc.**

800001872068  
-06/24/96--01001--010  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

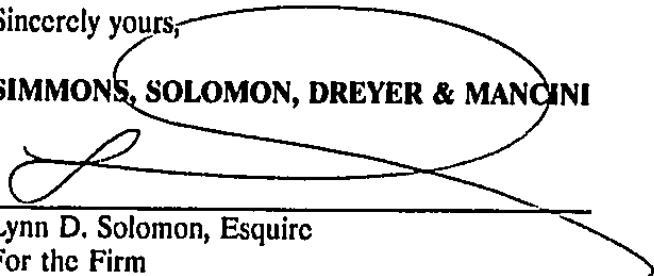
Dear Sir/Madam:

Enclosed please find Articles of Amendments for Polynesian Plus, Inc. for the above-named corporation. In addition, a check in the amount of \$35.00 is enclosed to cover your fees.

Please file the original of the enclosed Articles and return the certified copy to the undersigned. Your prompt attention to this matter would be appreciated.

Sincerely yours,

**SIMMONS, SOLOMON, DREYER & MANCINI**

  
Lynn D. Solomon, Esquire  
For the Firm

LDS/aft

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 21 AM 10:11

7C  
JUN 26 1996

**Articles of Amendment  
to  
Articles of Incorporation  
of  
Polynesian Plus, Inc.**

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DIVISION OF CORPORATIONS  
96 JUN 21 AM 10:11

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:

Article I of the Articles of Incorporation is amended to change the name of the corporation to "Castaways Crab & Ale, Inc."

**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:

Not applicable.

**Third:** The date of each amendment's adoption: June 14, 1996.

**Fourth:** Adoption of Amendment(s): (Check One)

  X   The amendment was approved by the shareholders. The number of votes cast for the amendment was 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.

Signed this 20<sup>th</sup> day of June, 1996.

  
\_\_\_\_\_  
Edward Davis  
President & Director