# P960000030411

AMERILAWYER®

(Requestor's Name)
343 ALMERIA AVENUE

CORAL GABLES, I'L, 33134 – (305) 445-2700

(City, Siste, Zip) (Phone #)

OFFICE USE ONLY

6100001772928 -04/08/96--01047--003 \*\*\*1330.00 \*\*\*\*\*70.00

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

CASA HO MIAMI, INCORPORATED

| (Corpo             | raton Name)                    | (Document #)           |  |
|--------------------|--------------------------------|------------------------|--|
| 2.                 |                                | •                      |  |
|                    | ration Name)                   | (Document #)           |  |
| 3. (Como           | ration Name)                   | (Document #)           |  |
| 4,                 |                                | (Document a)           |  |
| (Corporation Name) |                                | (Document #)           |  |
| Walk in            | Pick up time                   | Certified Copy         |  |
| Mail out           | Will wait Photocop             | y Certificate of State | us<br>   |
| NEW FILINGS        | AMENDMENTS                     | Participal Control     | HOLITY OCH CE NOTES AND SECULIAR SECULI |
| Profit             | Amendment                      |                        |  |
| NonProfit          | Resignation of R.A., O         | fficer/Director        |  |
| Limited Liability  | Change of Registered A         | gent                   |  |
| Domestication .    | Dissolution/Withdrawal         |                        | THOSTOR SANDINGS   |
| Other              | Merger                         |                        | 一号 だった   |
|                    | <u> </u>                       |                        | <b>1.</b>  |
| OTHER FILINGS      | REGISTRATION/<br>QUALIFICATION |                        |  |
| Annual Report      | Foreign                        | -{                     |  |
| Fictitious Name    |                                | -                      |  |
| Name Reservation   | Limited Partnership            | -                      |  |
|                    | Reinstatement                  | _                      | na Oi.   |
|                    | Trademark                      | Framin                 | er's Initials  |
| CR2E031(10/92)     | Other                          | L. Caller              | er's indiais   |

## **ARTICLES OF INCORPORATION**

#### OF

## CASA HO MIAMI, INCORPORATED

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 **CASA HO MIAMI, INCORPORATED,** (hereinafter, "Corporation"). The English translation for "CASA HO MIAMI, INCORPORATED" is "THE HOUSE OF HO MIAMI, INCORPORATED".

#### **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 1766 Northwest 20th Street, Miami, Florida 33142 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:

(Eric) Ming Lau Ho

Secretary:

Wai Ling Ciu

Treasurer:

Wai Ling Ciu

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



#### ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

(Eric) Ming Lau Ho

whose addresses shall be the same as the principal office 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 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

## **ARTICLE 9 - 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 10 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

## ARTICLE 11 - 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 thereto, 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 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is Amerikawyer® Chartered, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is Amerikawyer® Chartered, 343 Almeria Avenue, Coral Gables, Florida 33134.

#### **ARTICLE 13 - 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 14 - EFFECTIVE DATE**

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

## ARTICLE 15 - 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 Ark 0.5 1996

Elsio Sanchoz, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

AmeriLawyer® Chartered, 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.

AmeriLawyer® Clyartered

Natalia Utrera, Vice President

# P960000304//

To: Division OF CORPORATIONS.

P.O. BOX 4327 TALLAHASIZZ, FL, 3231.4.

200001872022 -06/24/96--01001--004 \*\*\*\*\*35.00 \*\*\*\*\*35.00

TOWHOM IT MAY CONCERNÓ

Enclose is My ApplicaTion

For Amendment, please Return

the approve Copy To THE

address Below!

Return: Wailing

HONG KONG GIRL

1798 N.W. 205T, #3

MIAMI, FL, 33142.

Tzl:(305) 326-0890

FAX: (305) 326-8488

THANK YOU!

MR. ERIL HO.

To: Division of Corepora Tien.

77/2: Thelma Lewis.

Enclose is the Document you return To My Company. I Already Correct the Suffix you Request. And if there is any further questioni
please confact MZ at (305) 326-0890 THANK YOU FOR YOUR ATTENTION!

Please Return the Approved Document To: How 6 KONG GIRL 1798 N.W. 2057. #3 MIAIN, FL, 33142



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 28, 1996

HONG KONG GIRL 1798 N.W. 20TH STREET MIAMI, FL 33142

SUBJECT: CASA HO MIAMI, INCORPORATED

Ref. Number: P96000030411

We have received your document for CASA HO MIAMI, INCORPORATED and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The new name must contain a corporate suffix that will clearly indicate it is a corporation. Such suffixes include: CORPORATION, CORP, COMPANY, CO, INC, AND INCORPORATED.

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) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 396A00031991

96 JUL 11 AM 6:07
DIVISION OF CORPORATIONS

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

CASA HU MIAMI, INCORPORATED. 14,5,000

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:

(present name)

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

THE CORRECT NAME FOR THIS CORPERATION is:

CASA HO CORPORATION, MIAMI

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: June 13, 1996  |  |  |
|---|---|--|--|
|   | : Adoption of Amendment(s) (CHECK ONE)  |  |  |
| C   | 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"   |  |  |
|   | /g g  |  |  |
| Ġ   | 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 13 day of JUNE, 19 9/2.   |   |  |  |
| (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) |   |  |  |
| die simpliciteis  |   |  |  |
|   | OR  |  |  |
|   | (By a director if adopted by the directors)   |  |  |
| OR  |   |  |  |
|   | (By an incorporator if adopted by the incorporators)  |  |  |
|   |   |  |  |
|   | (EDIC) HING LAU, HO   |  |  |
| typed or printed name   |   |  |  |
|   | PRESIDENT.  |  |  |
| Title /   |   |  |  |

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