

P96000039394

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224 8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

No 53013

RE: ~~MAAGNOLIA, INC.~~  
MAGNOLIA MEXICAN SPANISH RESTAURANT, INC.

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
	100001811111	
	-05/07/96 01032 824	
	***212.50 ***122.50	
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( ) _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX ( ) _____ pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY \_\_\_\_\_

WALK-IN 5/17 12:00  
Will Pick Up



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 7, 1996

CAPITAL CONNECTION, INC.  
P O BOX 10349  
TALLAHASSEE, FL 32302

SUBJECT: MAGNOLIA, INC.  
Ref. Number: W96000009706

*MAGNOLIA-MEXICAN SPANISH RESTAURANT, INC.*

We have received your document for ~~MAGNOLIA, INC.~~ and check(s) totaling \$212.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 696A00022216

*Corrected*

RECEIVED  
MAY 10 1996  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF  
MAGNOLIA MEXICAN SPANISH RESTAURANT, INC.

FILED

96 MAY -8 AM 9:21

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is:

MAGNOLIA MEXICAN SPANISH RESTAURANT, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

This corporation is organized for the purpose of transacting any business lawful under the laws of the State of Florida.

ARTICLE IV

The maximum number of shares of stock the corporation is authorized to have outstanding at any time shall be Five Hundred (500), with a normal par value of One and 00/100 (\$1.00) Dollar per share.

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the same price at which it is offered to others.

ARTICLE VI

The principal office of this corporation shall be located at 18640 N.W. 67th Avenue, City of Miami, County of Dade, State of Florida.

ARTICLE VII

The street address of the initial registered office of this corporation is 1776 N. Pine Island Road, Suite 118, Plantation, FL 33322, and the name of the initial registered agent of this corporation is Harvey L. Rubinchik.

ARTICLE VIII

This corporation shall have one (1) directors initially. The number of directors may either be increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial director of this corporation is as follows:

Madelin Castillo

18640 N.W. 67 Avenue  
Miami, Florida 33015

ARTICLE IX

The name and address of the person subscribing to these Articles of Incorporation is as follows:

Madelin Castillo

18640 N.W. 67 Avenue  
Miami, Florida 33015

ARTICLE X

The corporation shall have all of the corporate powers enumerated in the Florida General Corporation

Act, Florida Statutes 607.

**ARTICLE XI**

It is the intent of the initial subscriber to initially qualify this corporation under Internal Revenue Service Code Section 1244, and all applicable regulations at the initial incorporation date.

**ACKNOWLEDGMENT**

Having been named to accept service of process for MAGNOLIA MEXICAN SPANISH RESTAURANT, INC., at the place designated in Article

VII, I hereby accept such appointment and agree to comply with the provisions of the Florida General Corporate Act, Florida Statute 607, relative to keeping said office open.

~~FOR VEY-L. RUBINCHIK~~

I, the undersigned, being the original Subscriber to these Articles of Incorporation for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this        day of April, 1996.

*Madelin Castillo*  
MADELIN CASTILLO

STATE OF FLORIDA

COUNTY OF BROWARD

} ss:

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 MADELIN CASTILLO, to me known to be the person who subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that he did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and seal in the State and County above set forth this 18 day of April, 1996.

*Mary Lynn Perrino*  
NOTARY PUBLIC, State of Florida  
MARY LYNN PERRINO  
My Commission expires:



MARY LYNN PERRINO  
My Commission CC457507  
Expires May, 01, 1999  
Bonded by HAI  
R00-422-1555