

7/01/96

FLORIDA DIVISION OF CORPORATIONS

67

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
100 EAST GONZALES STREET
TALLAHASSEE, FL 32309
FAX: (904) 922-1000
PHONE: (305) 541-3894
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: IGUANA CANTINA, INC.
FAX AUDIT NUMBER: H96000009121
DATE REQUESTED: 07/01/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 11:57:08
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000009121))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:09:2

FILED
96 JUL -2 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

96 JUL -1 PM 1:08

RECEIVED

EMPIRE CORPORATE KIT

JUL-01-1996 12:34

P.17/19



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

July 1, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: IGUANA CANTINA, INC.
REF: W96000013849

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Attn. #: W96000009121
Letter Number: 796A00032411

FILED

96-JUL-2 PM 2:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

IGUANA CANTINA, INC.

I, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file, with the Secretary of State of the State of Florida, these Articles of Incorporation and form a Corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be:

IGUANA CANTINA, INC.

ARTICLE II

The initial post office address and principal office for the conduct of business of the Corporation is:

3801 Hollywood Boulevard #101
Hollywood, FL 33021

ARTICLE III

The name of the Registered Agent at the below address is:

Howard A. Kusnick
8211 W. Broward Boulevard
Suite 420
Ft. Lauderdale, FL 33324

ARTICLE IV

Purposes and Powers

The general nature of the business to be transacted by the Corporation is to such extent as a Corporation organized under Chapter 607 of the Florida Statutes may now or hereafter lawfully do.

Howard A. Kusnick
Florida Bar No. 262870
8211 W. Broward Blvd.
Suite 420
Ft. Laud FL 33324
(954) 472-8900

H96000009121

1216000009121

H9 600 0009121

ARTICLE V

Capital Stock Authorized

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is One Thousand Five Hundred (1500) shares of common stock at One Dollar (\$1.00) par value.

ARTICLE VI

Duration

The term for which this Corporation shall be perpetual and the business of the Corporation shall be conducted, carried on and managed by the officers of this Corporation and a Board of Directors composed of one (1) or more members which number may be altered from time to time by the by-laws of this Corporation within limitations prescribed by law.

The officers of this Corporation shall be a President and any other officers as the Board of Directors may deem expedient.

ARTICLE VII

Subscribers and Initial Board of Directors

The names, addresses, number of shares subscribed to and consideration therefore, of the original subscribers to these Articles of Incorporation, and the names of the first Board of Directors of this Corporation, who, subject to the by-laws and laws of the state of Florida, shall hold office until the first annual meeting of the Corporation, or until successors are elected and have been qualified, are as follows:

	NUMBER OF SHARES	CONSIDERATION
Mark VASH 3801 Hollywood Boulevard Suite 101 Hollywood, FL 33021	100	\$100

ARTICLE VIII

Pre-emptive Rights

In the event of an issue of non-issued capital stock or of new stock, should the stock be increased, the existing stockholders at the time of such issue shall have the right to subscribe for and to purchase such stock so issued in a number of shares proportionate to the amount owned at the time of said subsequent issue. In the event that one or more of the stockholders shall fail or refuse to

H9 600 0009121

exercise their option, his or their right to subscribe shall inure to the benefit of the other stockholders.

Written notice of intention to issue non-issued capital stock or new stock shall be given by the Corporation to all stockholders and the stockholders shall notify the Corporation of their intention to subscribe within (15) days after such notice.

ARTICLE IX

Amendments

The articles of Incorporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon stockholders herein are granted subject to this reservation.

WITNESS our respective hands and seals this 21st day of June, 1996.

MARK VASU, Incorporator

STATE OF FLORIDA)

SS:

COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State of Florida and County of Broward, to take acknowledgements personally appeared, MARK VASU, to me known to be the persons described as subscribers to the foregoing Articles of Incorporation and who executed the same, and acknowledge before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 21st day of June, 1996.

Beverly A. Carey
NOTARY PUBLIC, State of Florida

My Commission Expires:



BEVERLY A. CAREY
My Commission C0467776
Expires Sep. 18, 1998
Bonded by NAJ
800-438-1566

H9 600 0009121

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE MADE.

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act.

First, that IGUANA CANTINA, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated at Article II of the within Articles of Incorporation, at 3801 Hollywood Boulevard #101, Hollywood, FL 33021

has named Howard A. Kusnick

Located at 8211 W. Broward Boulevard, Suite 420, Ft. Lauderdale, Florida 33324

as its agent to accept Service of Process within this state.

ACKNOWLEDGEMENT

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



Registered Agent

F:\documents\wp81\96-5271\article.doc

H9 600 0009121

FILED
96 JUL -2 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA