

P96000063309

Robert A. Brandt
Counselor at Law

Madison Circle Executive Bldg.
3191 Coral Way, Suite 900
Miami, Florida 33145

November 13, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: AMMENDMENT OF ARTICLES OF INCORPORATION

Ladies and Gentlemen:

800002005598--6
-11/15/96--01033--002
*****35.00 *****35.00

Enclosed please find the following:

- (1) Consent of Stockholders and Directors
- (2) Certification As to Amendment of Articles of Incorporation of My Way Mini Bus, Inc.
- (3) Consent of Stockholders and Directors of My Way Mini Bus, Inc.
- (4) Attorney's check in the amount of \$35.00
- (5) Extra copy for our office

Please make the necessary changes as per our enclosures. The extra copy enclosed is for return to our office in the event you provide verification of the change.

Thank you for your assistance in this matter and if you have any questions do not hesitate to contact our office.

Sincerely,

Terry Fusco
Terry Fusco, Asst. to
R.A. Brandt, Esq.

tf/encl.

RE (dut-corp)
#1273

5H 11/30
FILED
96 NOV 15 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATION AS TO AMENDMENT OF ARTICLES OF INCORPORATION
OF MY WAY MINI BUS, INC.**

I. I, Sonia Dutes, do hereby certify unto whom it may concern as follows: that My Way Mini Bus, Inc., a Florida corporation is a duly authorized and validly existing corporation, that I am its Secretary and Monil Dutes, is its President.

II. That, by consent of all the stockholders and directors of My Way Mini Bus, Inc., a Florida corporation, effective the 13th day of November, 1996 through which consent all of the shareholders and directors were represented and so consented, the following resolutions setting forth the proposed changes in the name of the corporation were unanimously adopted by the stockholders and directors of said corporation:

WHEREAS, the stockholders and directors of My Way Mini Bus, Inc. Inc. hereby desire and agree to change the name of the corporation, and

WHEREAS, the corporation's stockholders and directors agree to amend the Articles of Incorporation of My Way Mini Bus, Inc., now therefore be it

RESOLVED that Article I - Name of the Articles of Incorporation of My Way Mini Bus, Inc. be amended and changed to read as follows:

ARTICLE I - NAME

The corporation's name shall be:

BRICKELL PLAZA DELI, INC.

AND BE IT FURTHER RESOLVED, that the proper officers of this corporation are hereby authorized and instructed to take all actions necessary to effectuate the above resolutions.

III. That, the above resolutions are outstanding and have not been amended or rescinded.


In witness whereof, the corporation has caused its corporate seal to be affixed and certification to be signed in its name by its President and Secretary this 13th day of November, 1996.

MY WAY MINI BUS, INC. BY:



Monil Dutes, President

Attest:



Sonia Dutes, Secretary

FILED
96 NOV 15 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

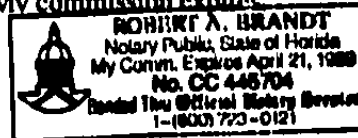
STATE OF FLORIDA
COUNTY OF DADE

Before me personally appeared Monil Dutes and Sonia Dutes, to me well known, and known to me to be the individuals described in and who executed the foregoing instrument as President and Secretary, respectively, of My Way Mini Bus, Inc., a Florida corporation, and severally acknowledged to and before me that they executed such instrument as such President and Secretary, respectively, of said corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that it was affixed to said instrument by due and regular corporate authority, and that said instrument is the free act and deed of said corporation.

WITNESS my hand and official seal, this 13th day of November, 1996.



NOTARY PUBLIC, State of Florida
My commission expires:



art-amen

**CONSENT OF STOCKHOLDERS AND DIRECTORS
OF MY WAY MINI BUS, INC.**

The undersigned being all of the stockholders and directors of My Way Mini Bus, Inc., a Florida corporation, hereby consent and agree as of the 13th day of November, 1996, to the following:

WHEREAS, the stockholders and directors of My Way Mini Bus, Inc. Inc. hereby desire and agree to change the name of the corporation, and

WHEREAS, the corporation's stockholders and directors agree to amend the Articles of Incorporation of My Way Mini Bus, Inc., now therefore be it

RESOLVED that Article I - Name of the Articles of Incorporation of My Way Mini Bus, Inc. be amended and changed to read as follows:

ARTICLE I - NAME

The corporation's name shall be:

BRICKELL PLAZA DELI, INC.

AND BE IT FURTHER RESOLVED, that the proper officers of this corporation are hereby authorized and instructed to take all actions necessary to effectuate the above resolution.

IN WITNESS WHEREOF, we have hereunto set our hands and seals as of the date written above.

Stockholders and Directors:



Monil Dutes



Sonia Dutes

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June 24, 1996

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800001905508
-07/26/96--01047--009
*****70.00 *****70.00

RE: INCORPORATION OF
MY WAY MINI BUS, INC.

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation
of MY WAY MINI BUS, INC.

Also find enclosed a check made payable to the Secretary of State in
the amount of \$70.00 which includes the statutory filing fee. Your
assistance in establishing this corporation is appreciated.

Respectfully,


X
MONIL DUTES
10259 SW 144 Pl.
Miami, Fl 33186

FILED
96 JUL 26 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7.29.96
KR

ARTICLE OF INCORPORATION
OF
MY WAY MINI BUS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is **MY WAY MINI BUS, INC.**
The principal address of the corporation is: 10259 SW 144 Pl.,
Miami, Fl 33186

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the
transaction of any or all lawful business for which corporations may
be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have
authority to issue is one hundred (100) of no par value.

ARTICLE FIVE

The corporation will not commence business until it has received for
the issuance of shares consideration of the value of \$1,000.00
consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 10259 SW 144
Pl., Miami, Fl 33186, and the name of its initial registered agent
at such address is **MONIL DUTES**.

I hereby am familiar with and accept the duties and responsibilities
as registered agent for said corporation.


MONIL DUTES

ARTICLE SEVEN

The number of directors constituting the initial board of directors is two (2), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
MONIL DUTES	10259 SW 144 Pl., Miami, Fl 33186
SONIA DUTES	10259 SW 144 Pl., Miami, Fl 33186

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statue.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
MONIL DUTES	10259 SW 144 Pl. Miami, Fl 33186

FILED
95 JUL 26 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(signed)

X 

Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.