

8/06/96

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE KIT COMPANY

DEPARTMENT OF STATE

1492 W FLAGLER ST

STATE OF FLORIDA

SUITE 200

409 EAST GAINES STREET

MIAMI FL 33135-

301

TALLAHASSEE, FL 32399

CONTACT: RAY STORMONT

FAX: (904) 922-4000

PHONE: (305) 541-3694

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR F.A.

NAME: BROOKLYN, N.Y., INC/

FAX AUDIT NUMBER: H96000010914

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/06/1996

TIME REQUESTED: 15:20:02

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CERTIFICATE OF STATUS: 0

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Connect: 00:36:38

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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96 AUG -7 AM 7:15

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⑦

CERTIFICATE OF INCORPORATION
OF
BROOKLYN, N. Y., INC.

We, the undersigned, heruby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be:
BROOKLYN, N.Y., INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of business to be transacted by this corporation shall be to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida and:

(a) To ENGAGE IN RESTAURANT BUSINESS

and to do any and all things necessary for the carrying out of this business or any sidelines thereto.

(b) To purchase or acquire by gift, devise, bequest, or otherwise, and to hold, own, use, lease, mortgage, pledge, sell, convey, assign, transfer, exchange or otherwise dispose of property of every nature and description, real, personal and mixed, or any right or interest therein, without limit as to amount, within or without the State of Florida.

(c) To acquire its own bonds or other obligations or shares of its Capital Stock and to re-sell or otherwise dispose of the same from time to time to such extent and in such manner and upon such terms as the Board of Directors may determine.

Accounting Service of S. Fla.
George B. Groshefm
1210 S.E. 5th St.
Deerfield Beach, Fla. 33441
954-481-9844

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(d) To enter into, make and perform contracts of every nature, sort and description, which may be necessary or convenient to the carrying out of this business, with any person, firm, association, corporations, municipality, body politic, county, state or government or dependency agency thereof.

(e) To create, construct, develop, operate, plan and produce any and all types, forms and kinds of advertising media of whatsoever kind and nature or promotion of sales, development of any product or products or any part thereof, without restrictions or limit as to amount in any State of the United States or elsewhere.

(f) To do all and everything necessary or proper for the accomplishment of the objects enumerated or necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, provided that the same be not contrary with the laws under which the corporation is organized.

(g) To do all and everything necessary or proper for and in general the carrying on of any business and to have and exercise all of the powers conferred by the laws of the State of Florida upon corporations formed thereunder and to do any and all of the things herein above set forth as principle, agent or otherwise, either alone or in conjunction with others and in any part of the world.

ARTICLE III

STOCK

The authorized Capital Stock of this Corporation shall consist of 100 shares of common stock of \$1.00 par value per share which shall be issued for such consideration as may be fixed by the Board of Directors of the Corporation.

ARTICLE IV

CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than \$ 100.00.

ARTICLE V

CORPORATE EXISTENCE

This Corporation shall exist perpetually unless dissolved by law.

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ARTICLE VI

PRINCIPAL OFFICE

The principal & registered place of business of this corporation shall be at 131 E. Palmetto Road, Boca Raton, Florida 33432

and the Registered Agent at this place of business will be Alfred Aletto

with the privilege of having branch or other offices at other places within or without the State of Florida or elsewhere.

ARTICLE VII

NUMBER OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors which shall consist of _____ person(s).

ARTICLE VIII

DIRECTORS

The name and address of the members of the first Board of Directors who shall hold office for the first year of the Corporation's existence or until his successor is elected and has qualified is as follows:

NAME:	OFFICE:	PO/ADDRESS:
Albert L. Aletto	President/Director	6401 Pond Apple Road, Boca Raton, Fla. 33433
Alfred Aletto	Secy/Treas.	6401 Pond Apple Road, Boca Raton, Fla. 33433

ARTICLE IX

SUBSCRIBERS

The name and post office address of each subscriber to this Certificate of Incorporation and a statement of the number of shares subscribed for by each are as follows:

NAME:	ADDRESS:	NO. OF SHARES:	VALUE:
Albert L. Aletto	6401 Pond Apple Road Boca Raton, Fla. 33433	100	\$100.00

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ARTICLE X

SPECIAL PROVISIONS

(a) No contract or other transaction between the corporation and any other corporation in the absence of fraud shall be affected or invalidated by the fact that one or more of the Directors or Officers of the corporation, is, or are interested in, or are directors or officers of such other corporation, and any director, individually or jointly, may be a part or parties to, or may be interested in such contract or transaction of the corporation, with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any director or officer of the corporation is a person or party to or are interested in such issue or contract, act or transaction, or is in any way connected with the corporation for the benefit of himself or any firm, association or corporation in which he may be interested, and any director of the corporation and such subsidiary or controlled corporation.

(b) The corporation reserves the right to amend, alter, change or repeal any provision contained in the Certificate of Incorporation in the manner now or hereafter prescribed by Statute and all rights conferred upon stockholders are subject to this reservation.

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Alfred Hatto Socy/Treas.

OFFICIAL NOTARY SEAL
KAREN LYNN WIGGSTE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 0028541
MY COMMISSION EXP. 05/27/2024

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SECRET
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that
desiring to organize under the laws of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Boca Raton Florida, hereby designates Alfred Aletto as its agent to accept service of process for the above stated corporation, at 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.


Alfred Aletto

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Aug 19, 1996

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-08/22/96--01057--0015
*****43.75 *****43.75

PLEASE SEND RETURN COPY TO 1210 S.E. 5th Street
DEERFIELD BEACH, FLORIDA 33441, Phone #(954)481-9844
Please do name change and a Certificate of Status for
a total of \$ 43.75

Thank You

1210 S.E. 5th Street
Deerfield Beach, Florida 33441

FILED
96 SEP -5 AM 11:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

N/C

VS SEP 10 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 29, 1996

ALBERT L. ALETTO
1210 S.E. 5TH STREET
DEERFIELD BEACH, FL 33441

SUBJECT: BROOKLYN, N.Y., INC.
Ref. Number: P96000065731

We have received your document for BROOKLYN, N.Y., INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(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.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 496A00040845

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

BROOKLYN, N.Y., INC.

(present name)

FILED
96 SEP -5 AM 11:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

THAT THE NAME OF THIS CORPORATION SHALL BE CHANGED TO

~~XXXXXXXXXXXXXXXXXXXX~~ *a-f-a*

BROOKLYN, N.Y. CAFE, 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:

THIRD: The date of each amendment's adoption: 8/19/96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ 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 _____ voting group."

- ☐ 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 19th day of August, 19 96

Signature

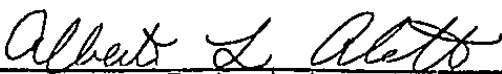
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)



Typed or printed name

Albert L. Aletto President

Title