

P96000073075

McINTOSH, SAWHAN & CRAVEN, P.A.

ATTORNEYS AT LAW

HOWARD FINANCIAL CENTRE, SUITE 1100  
600 EAST HOWARD BOULEVARD  
P.O. BOX 080000

PORT LAUDERDALE, FLORIDA 33000-0000

HOWARD (561) 766-1001  
DADE (305) 544-1310  
FACSIMILE (561) 766-1000

DONALD M. MCINTOSH  
JAMES C. SAWHAN  
ROBERT A. CRAVEN  
CARMEN Y. CARTAYA

MAHINA D. GONZALEZ  
MICHAEL A. PETRUCCELLI  
LESLIE P. HECKER  
JACQUELINE J. PORTII

ALSO ADMITTED IN LOUISIANA

MAHINA D. KELLEY  
SHANNON L. CHAINLEY  
CERTIFIED LEGAL ASSISTANTS

KAHLA M. MELE, R.N.  
MADELINE GOOD, R.N., M.B.N.  
NURSE CONSULTANTS

August 26, 1996

Secretary of State  
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FLA 32314

800001935788  
-08/29/96--01059--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Articles of Incorporation for Filing  
4 X 4 CAFE, INC.

Dear Sir/Madam:

Enclosed please find for filing with your offices Articles of Incorporation for 4 X 4 Cafe, Inc. together with the Acceptance of Registered Agent.

Also enclosed is a check in the sum of \$78.75 representing the filing fee and fee for certificate of status.

Please return the Certificate of Status directly to the undersigned in the enclosed, self-addressed envelope provided.

Thank you for your assistance.

Very truly yours,

  
CARMEN Y. CARTAYA

CYC/c

FILED  
56 AUG 29 11:11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9-4-96  
KR

ARTICLES OF INCORPORATION

OF

4 X 4 CAFE, INC.

The undersigned Incorporator, a natural person over eighteen (18) years of age, for the purpose of forming a corporation in accordance with the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is 4 X 4 CAFE, INC.

ARTICLE II

The corporation's existence shall commence on the date and time of the filing of these Articles of Incorporation by the State of Florida, Department of State and shall continue perpetually thereafter.

ARTICLE III

The corporation is organized for any and all lawful purposes which corporations may effect in the State of Florida and specifically for the retail sale of food products.

FILED  
2023 MAR 29 10:11:18  
TREASURER  
STATE  
TALLAHASSEE

#### ARTICLE IV

The principal place of business of the corporation shall be: 6855 Edgewater Drive, Apt. 2D, Miami, Florida 33133.

#### ARTICLE V

In furtherance of the purposes set forth in Article III, the corporation shall have and enjoy any and all of the rights, powers and privileges permitted corporations under the general laws of the State of Florida, including but not limited to the right to purchase, sell, lease or otherwise acquire real property, purchase and/or sell shares of stocks of other corporations or invest in other business entities, hold bank accounts and investment instruments and enter into contracts and other agreements.

#### ARTICLE VI

The members of this corporation shall consist of the persons hereinafter named as directors and incorporators and such other persons as from time to time may become members in the manner provided by the By-Laws.

#### ARTICLE VII

The corporation's initial registered office shall be located at 6855 Edgewater Drive, Apt. 2D, Miami, Florida. The corporation's initial Registered Agent at such address shall be Rinaldo J. Cartaya. Attached hereto as Exhibit "A" is the Acceptance of Registered Agent.

ARTICLE VIII

The corporation shall be authorized to initially issue 10,000 shares of common stock.

ARTICLE IX

The corporation's initial Board of Directors shall consist of the following:

Rinaldo J. Cartaya, President/Treasurer  
6855 Edgewater Drive, Apt. 2D  
Miami, Florida 33133

Diana Brooks, Vice-President/Secretary  
6855 Edgewater Drive, Apt. 2D  
Miami, Florida 33133

ARTICLE X

The name and address of the Incorporator of the corporation is

Rinaldo J. Cartaya  
6855 Edgewater Drive, Apt. 2D  
Miami, Florida 33133

ARTICLE XI

These Articles of Incorporated may be amended only by resolution of the Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
24th day of August, 1996, at Miami, Dade County, Florida.

  
RINALDO J. CARTAYA, Incorporator

STATE OF FLORIDA     )  
                              ).SS  
COUNTY OF DADE     )

BEFORE ME, a notary public authorized to take oaths and  
acknowledgement, personally appeared RINALDO J. CARTAYA well known  
to me to be the person who execute the foregoing Articles of  
Incorporation and who acknowledged that she executed same for the  
purposes set forth therein, on 24th day of August, 1996

  
NOTARY PUBLIC, State of Florida

My Commission Number:  
My Commission Expires:



CARMEN Y CARTAYA  
My Commission CC526132  
Expires Jan. 22, 2000

Exhibit "A"

**ACCEPTANCE OF REGISTERED AGENT**

I, RINALDO J. CARTAYA, hereby accept the designation of Registered Agent for 4 x 4 CAFE, INC. and agree to faithfully perform all duties required thereof.

  
\_\_\_\_\_  
RINALDO J. CARTAYA

FILED  
96 AUG 29 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P96000073075

Law Offices of  
JOEL R. LAVENDER & ASSOCIATES, P.A.  
507 Southeast 11th Court  
Fort Lauderdale, Florida 33316

(954) 522-5101

Fax (954) 523-1221

May 15, 1997

Corporate Records Bureau  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

600002183386--2  
-05/19/97--01132--000  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Articles of Amendment for 4 x 4 CAFE, INC.

Dear Division of Corporations:

Enclosed please find, in duplicate, please find Articles of Amendment for the following new corporation:

4 x 4 CAFE, INC.

Also enclosed is a check in the amount of \$35.00 for filing the Articles of Amendment and a certified copy to be returned to the undersigned at the above-referenced address in the envelope provided.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

  
JOEL R. LAVENDER, ESQ.

JRL:kpb  
Enclosures

FILED  
97 MAY 19 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SH 5/7  
Amend.

ARTICLES OF AMENDMENT

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned Corporation, as executed by its President and Secretary and acknowledged by its Secretary, hereby executes these Articles of Amendment as follows:

A. The name of the corporation is 4 x 4 CAFE, INC.

B. The Amendment as duly adopted is as follows:

The number of authorized shares of the Corporation shall be increased from 10,000 to 1,000,000.

The above Amendment was unanimously adopted at a Special Meeting held on the 2<sup>nd</sup> day of May, 1997, by the Board of Directors on 2<sup>nd</sup> day of May, 1997 and by the Shareholders of the Corporation on 2<sup>nd</sup> day of May, 1997, in accordance with Florida Statutes 607.1006, as evidenced by the execution of these Articles of Amendment. At said meeting a sufficient number of votes were cast to duly authorize this Amendment.

CORPORATE SEAL

ATTEST:

[Signature]  
Its Secretary

[Signature]  
BY [Signature]  
Its President

[Signature]  
Director/Shareholder

[Signature]  
Director/Shareholder

[Signature]  
Director/Shareholder

[Signature]  
Director/Shareholder

[Signature]  
Director/Shareholder

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing Articles of Amendment were acknowledged before me by, President Secretary and Directors/Shareholders, of 4 x 4 CAFE, INC. a Florida corporation, this \_\_\_\_\_ day of \_\_\_\_\_, 1997.

\_\_\_\_\_  
Notary Public  
State of Florida at Large

My Commission Expires:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 MAY 19 PM 1:29

FILED