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TO: DIVISION OF CORPORATIONS

FAX #: (9041922-4001

FROM: EMPIRE CORPORATE KIT COMPANY CONTACT: RAY STORMONT

ACCT#: 072480003255

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: KNIGHTS VALLET SERVICE, INC.

AUDIT NUMBER...... H96000012538

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUB...O

PAGES....4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.60

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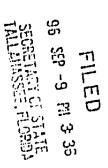
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H96000012538

This instrument prepared by Pablo R. Mered, Ear. BARED & ANBOCIATES, P.A. Madison Circle Building Bitt Coral Way, Grd Floor Mamil, Florida 33145 Florida Der No. 739408 (305) 442 GiG3

### ARTICLES OF INCORPORATION OF DIONALS VALLET Service To



#### ARTICLE ! - NAME

The name of this corporation is: Knights Vallet Service, Iro.

#### ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation is 117 NW 42 AVE, MIGNI FORIGO 38126

#### ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of the filling of those Articles of incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

#### ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transaction any and all lawful business.

#### ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Hundred 100 shares of \$1,00 per value common stock.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is the name of the registered agent of this corporation is PABLO H. BARRD, ESQ.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have | director(a) initially. The number of directors may be eless than one. The name and address of the initial director(b) of this corporation but shall never be less than one. The name and address of the initial director(b) of this corporation is/are:

1. | LUIS VEVA | President |

2. | ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of incorporation is:

LUIS VEVA | of Roley SW 3rd Street # 102.

#### ARTICLE IX - BYLAWS

57025

The powers to adopt, alter, amend or repeal the Bylaws shall be vected in the Board of Directors.

#### ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

#### ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

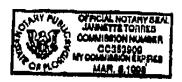
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Incorporator;

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this Dr. day of September, 1896.

NOTARY PUBLIC

My commission expires:



#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Knights Vallet Service Tree at place designated in the Articles of incorporation, I agree to act in this capacity and to comply with the provisions of Section 48,091, Fia. Stat. (1981) relative to keeping open such office until such time as I shall notify the corporation of my resignation.

DATED in Miemi, Dade County, Florida on September 5

PABLO R. BARED

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TO: DIVISION OF CORPORATIONS

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FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: KNIGHTS VALLET SERVICE, INC.

AUDIT NUMBER..... 197000002776 DOC TYPE..... BASIC AMENDMENT

CERT. OF STATUS..0

PAGES.....

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CERT. COPIES.....1

EST, CHARGE.. \$87.50

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### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Sucrotary of State

February 13, 1997

KNIGHTS VALLET SERVICE, INC. 117 NW 42ND AVENUE MIAMI, FL 33126

SUBJECT: KNIGHTS VALLET SERVICE, INC. Ref. Number: P96000074689

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please change the name of the corporation on the cover sheet. The name should be KNIGHTS VALLET SERVICE, INC.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Amendments are filed in compliance with section 607.1006, Florida Statutes.

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) 487-6902.

Linda Stitt Corporate Specialist FAX Aud. #: H97000002610 # (ibandended Letter Number: 397A00007889

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



FLORIDA DEPARIMENT OF STATE
Sandra B. Mortham
Secretary of State

February 17, 1997

KNIGHTS VALLET SERVICE, INC. 117 NW 42ND AVENUE MIAMI, FL 33126

SUBJECT: KNICHTS VALLET SERVICE, INC.

REF: P96000074689

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refex the complete document, including the electronic filing cover sheet.

Please list the preparer's Florida Bar membership number in the lower left hand corner of the document. Amendments are filed in compliance with section 607.1006, Florida Statutes. Please use the avendment form that was faxed to Christy on Thursday, February 13.

Please return your document, along with a copy of this latter, within 60 days or your filing will be considered abandoned.

If you have any quastions concerning the filing of your document, please call (904) 487-6908.

Steven Harris Corporate Specialist FAX Aud. #: E97000002776 Letter Number: 797A00008413 FEB-19-1997 13141 EMPTRE CORPORATE KIT

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF KNIGHTS VALLET SERVICE. INC.



#### FIRST AMENDMENT:

That the name of the corporation shall be amended to read as follows: SUNDAYS ON THE BAY ENTERPRISES, INC.

#### SECOND AMENDMENT:

None

#### THIRD AMENDMENT:

The date of each Amendment's adoption: February 11, 1997.

#### **EQUATH AMENDMENT:**

Adoption of Amendment(s): The Amendment(s) were adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 11th day of February, 1997.

FERNANDO ISTURIZ, MOORPORATO

The instrument prograd by: Pablo R. Barid, Esq. BARED & ASSOCIATES, P.A. Madison Circle Building 2191 Corel Way, 3rd Fleer Marni, Florida 33145 (306) 443-6163 Florida Bar No. 738405