

9/09/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072460003255
CONTACT: RAY STORMONT
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 STATUS..0 PAGES..... 4
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$122.60

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96 SEP -9 PM 3:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 SEP -9 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-4964

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H96 000012538

This instrument prepared by
Pablo R. Mared, Esq.
BARED & ASSOCIATES, P.A.
Madison Circle Building
3101 Coral Way, 8th Floor
Miami, Florida 33145
Florida Bar No. 739408
(305) 442-6163

**ARTICLES OF INCORPORATION
OF**

Knights Vallet Service, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

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

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation is 117 NW 42 Ave,
Miami, Florida 33126

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these 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.

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 391 Coral Way, 3rd floor Miami, Florida 33145 and the name of the registered agent of this corporation is PABLO R. BARRO, ESQ.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director(s) of this corporation is/are:

1. Luis Vera, President
2. _____
3. _____

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Luis Vera of 8664 SW 3rd Street, #102, Pembroke Pines, Florida 33025.

ARTICLE IX - BYLAWS

The powers to adopt, alter, amend or repeal the Bylaws shall be vested 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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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 5th day of September, 1996.

[Signature]
Incorporator:

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 5th day of September, 1996.

[Signature]
NOTARY PUBLIC

My commission expires:



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SEP-9 PM 3:35
STATE OF FLORIDA
TALLAHASSEE

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Knights Valet Service, Inc. 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, Fla. Stat. (1981) relative to keeping open such office until such time as I shall notify the corporation of my resignation.

DATED in Miami, Dade County, Florida on September 5, 1996

[Signature]
PABLO R. BAREO

WITNESSES:

H96000012538

P96000074689

FEB-17-1997

EMPLOYEE CORPORATE KIT

P.01/

S

10:42 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000002776 7))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: KNIGHTS VALLET SERVICE, INC.

AUDIT NUMBER.....H97000002776

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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EST.CHARGE.. \$87.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary 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
Letter Number: 397A00007889

abandoned



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 17, 1997

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

SUBJECT: KNIGHTS VALLET SERVICE, INC.
REF: 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 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 amendment form that was faxed to Christy on Thursday, February 13.

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) 487-6908.

Steven Harris
Corporate Specialist

FAX Aud. #: H97000002776
Letter Number: 797A00008413

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

FILED
97 FEB 19 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.**

FOURTH 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 Incorporator

This instrument prepared by:
Pablo R. Bered, Esq.
BERED & ASSOCIATES, P.A.
Madison Circle Building
8181 Coral Way, 3rd Floor
Miami, Florida 33148
(305) 443-6163
Florida Bar No. 738403

H97000002776