

P96000083946

TRANSMITTAL LETTER

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

800001968028  
-10/08/96--01128--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: THE GRAND CATERERS BY GIOVANNI'S, INC.

Enclosed is an original and one copy of the Articles of  
Incorporation and our check for \$70.00. Please return to us a  
stamp & copy of the Articles.

FROM:

Rafael D. Baptista  
120 NE 175th Street  
North Miami Beach, Florida 33162  
(305) 651-5270

TALLAHASSEE, FLORIDA

96 OCT -8 AM 8:29

94 OCT 11 1996

55 OCT -8 AM 8:29  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**

**THE GRAND CATERERS BY GIOVANNI'S, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be: **THE GRAND CATERERS BY GIOVANNI'S, INC.**

**ARTICLE II**

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

**ARTICLE III**

The specific purpose for which this Professional Association is organized shall be to render Real Estate Sales and Services.

**ARTICLE IV**

The number of shares of stock that this corporation is authorized to issue shall be: one-hundred (100) shares common, in one class only, each having a par value of one-dollar (\$1.00) per share.

The corporation shall have the power to amend these articles at any time to provide for different classes of stock and to provide provisions for the preferences, limitations, and relative rights in respect to the shares of each class of stock.

This corporation shall be without authority to approve any By-Laws or resolution that will sell or assign any stock of this corporation to any other firm, person, or corporation, except that the stock of this corporation can be sold or transferred or assigned to any of the present charter members, or to this corporation.

**ARTICLE V**

The principal place of business and mailing address of this corporation shall be:

120 NE 175th Street  
North Miami Beach, Florida 33162

**ARTICLE VI**

The initial number of corporate directors shall be at least one (1) and not more than five (5). The number of directors may be raised or lowered by amendment of the by-laws of the corporation but shall in no case be less than one.

**ARTICLE VII**

The name and street address of the member of the first board of directors of this corporation is as follows:

Rafael D. Baptista, Director  
120 NE 175th Street  
North Miami Beach, Florida 33162

**ARTICLE VIII**

The name and street address of the incorporator to these Articles of Incorporation is:

Rafael D. Baptista, Director  
120 NE 175th Street  
North Miami Beach, Florida 33162

**ARTICLE IX**

The name and address of the first officer of this corporation is as follows:

Rafael D. Baptista, Director  
120 NE 175th Street  
North Miami Beach, Florida 33162

**ARTICLE X**

The name and address of the first subscriber to the capital stock of this corporation is as follows:

<u>Name and Address</u>	<u>Amount</u>	<u>Number of Shares</u>
Rafael D. Baptista 120 NE 175th Street North Miami Beach, Florida 33162	\$ 100.00	One-Hundred (100)

**ARTICLE XI**

The name and address of the registered agent of this corporation is:

Rafael D. Baptista  
120 NE 175th Street  
North Miami Beach, Florida 33162

The undersigned incorporator has executed these Articles of Incorporation this 2nd day of October 1996.



Rafael D. Baptista  
President  
120 NE 175th Street  
North Miami Beach, Florida 33162

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

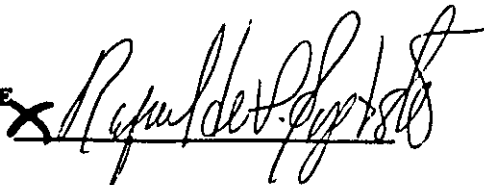
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501,  
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED  
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED  
AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **THE GRAND CATERERS BY  
GIOVANNI's, INC.**
2. The name and address of the registered agent and office  
is:

**Rafael D. Baptista  
120 NE 175th Street  
North Miami Beach, Florida 33162**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE  
OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE  
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE  
APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS  
CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF  
ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE  
OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE  
OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE:      October 2, 1996.

REC.  
TALLAHASSEE, FLORIDA

96 OCT -8 AM 8:29

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The Grand Caterers by Giovanni, Inc.  
120 NE 175 Street  
N Miami Beach, FL 33162

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

200002023842--2  
-12/09/96--01064--010  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Florida Department of State:

The telephone number and return address for our organization are as follows:

(305) 651-5270

120 NE 175 Street  
N Miami Beach, FL 33162.

Please provide us with written documentation that the enclosed amendment to the Articles of Incorporation to The Grand Caterers by Giovanni, Inc. has been filed by the Florida Department of State.

Thank You.

The Grand Caterers by Giovanni, Inc.  
P96000083946

w/attachment - \$35 check for Enclosed Amendment to Articles of Incorporation and Amendment to Article Three of the Articles of Incorporation of The Grand Caterers by Giovanni, Inc.

SH 12/16

FILED  
96 DEC -9 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

THE GRAND CATERERS BY GIOVANNI'S, INC.

(present name)

*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)*

Delete present Article III and replace with the following:

The corporation may engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

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96 DEC -9 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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: NOVEMBER 22, 1996

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

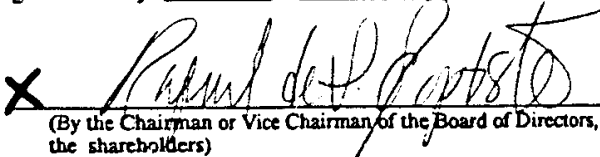
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 day 22nd of NOVEMBER, 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)

RAFAEL D. BAPTISTA

Typed or printed name

DIRECTOR

Title