

P96000094231

00-18-96 11 23

EMPIRE CORPORATE KIT

S

1: PM

ACCT# SYSTEM  
ELECTRONIC FILING (COVER SHEET)

((H96000016236 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-40:1

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MAR Y SOL RESTAURANT, INC.

AUDIT NUMBER.....H96000016236

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM

Connect: 00:15:5'

RECEIVED

NOV 18 PM 1:10

TALLAHASSEE, FLORIDA

RECEIVED  
TALLAHASSEE, FLORIDA

96 NOV 18 PM 3:37

FILED

52470  
11/17/96

ARTICLES OF INCORPORATION  
OF  
MAR Y SOL RESTAURANT, INC.

H96000016236

ARTICLE I  
NAME

The name of the corporation is MAR Y SOL RESTAURANT, INC.

ARTICLE II  
PRINCIPAL OFFICE

The mailing address of this corporation is 11300 N.W. 87 Court, Suites 135 & 136, Hialeah Gardens, Florida.

ARTICLE III  
PURPOSE

The corporation is organized for the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the state of Florida, including but not limited to the business of service and sale of food, beverage and other items, or any other business incident or connected to such business, including retail and wholesale sales.

ARTICLE IV  
CAPITAL STOCK

The capital stock authorized, the par value thereof and the characteristics of such stock shall be as follows:

Number of Shares Authorized  
100

Par Value/Share  
\$.50

Class of Stock  
Common

ARTICLE V  
TERM OF EXISTENCE

This corporation is to exist perpetually from the date these Articles are subscribed to the provisions of the Florida Statutes Sections 607.167.

ARTICLE VI  
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is ADRIANA E. CORREA and the address of the initial state registered office is 10392 S.W. 138th PL., Miami, Florida 33186, pursuant to the Florida Statutes Section 607.0501 and 607.0505. The registered agent shall also serve as resident agent pursuant to Florida Statutes Section 48.091.

Prepared by:  
Emelita Figuerola Pupo  
Attorney at Law  
2320 S.W. 57th Avenue, Suite 203-E  
Miami, Florida 33155  
(305) 262-0067  
Florida Bar #: 932906

H96000016236

**ARTICLE VII**  
**DIRECTORS**

H96000016236

The corporation shall have two (2) directors initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors of the corporation are:

JOSE LUIS ZAPATA  
10392 S.W. 138th PL.  
Miami, Florida 33186

ADRIANA E. CORREA  
10392 S.W. 138th PL.  
Miami, Florida 33186

**ARTICLE VIII**  
**INCORPORATOR**

The name and street address of the incorporator is:

ADRIANA E. CORREA  
10392 S.W. 138th PL.  
Miami, Florida 33186

**ARTICLE IX**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE X**  
**CUMULATIVE VOTING**

At each election for directors, cumulative voting as set forth in Florida Statutes Section 607.097 (4) shall be allowed, provided ten (10) days' notice in writing be given the secretary of the company by the shareholder desiring cumulative voting.

H96000016236

**ARTICLE VI  
INDEMNIFICATION****H96000016236**

This Corporation shall indemnify and may advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 18 day of November, 1996.

Adriana E. Correa  
Incorporator

STATE OF FLORIDA )  
                                  )SS:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 18 day of November, 1996, by ADRIANA E. CORREA, personally known to me or who has produced the following identification A. DRV Lic

My commission expires:  
(Seal)

[Signature]  
Notary Public for State of Florida at Large

96 NOV 18 PM 3:38  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process from the above stated corporation at the place designated in Article VI, I hereby accept appointment and agree to comply with the provisions and all statutes relating to the proper and complete performance of my duties, and I am familiar and have accepted the obligation of my position as provided in Florida Statutes Section 607.0505.

Adriana E. Correa  
ADRIANA E. CORREA, Registered Agent

**H96000016236**