

P9700023285

David Marko

Requestor's Name

2 S. Biscayne Blvd # 2600

Address

Miami, FL

City/State/Zip

305-358-2000

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Panni Coffee Bar II, Inc

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☐ Walk in

☐ Pick up time

☒ Certified Copy

☐ Mail out

☒ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
97 MAR 14 PM 12:30  
DIVISION OF CORPORATION

Examiner's Initials

**STATE FLORIDA  
ARTICLES OF INCORPORATION OF  
PANINI COFFEE BAR II, INC.**

SECRET FILED  
DIVISION OF CORPORATIONS  
97 MAR 14 PM 1:19

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. The name of the Corporation is: PANINI COFFEE BAR II, INC.
2. The period of its duration is perpetual.
3. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. The corporation shall have authority to issue 100 shares, all of one class, \$1.00 par value.
5. The address of its principal place of business is The Falls, 8888 S.W. 136th Street, Miami, Florida.
6. The initial registered agent of the corporation is David Everett Marko, One Biscayne Tower, 2 South Biscayne Boulevard, Suite 2600, Miami, Florida 33131.
7. The number of directors constituting its initial board of directors is one  
(1). The name and address of the director of this Corporation, who shall hold office for the first corporate year or until their successors are chosen is:

**NAME AND ADDRESS**

**TITLE**

Robert Haik  
2575 South Bayshore Drive  
Apartment 3-B  
Coconut Grove, Florida 33133.

Director

8. The name and address of the incorporator is Robert Haik, 2575 South Bayshore Drive, Apartment 3-B, Coconut Grove, Florida 33133.

9. Preemptive Rights shall be as follows: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Shareholders, such of the shares of the stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (and issued) shares of common stock held by the holder to all shares of common stock currently authorized (and issued).

10. Where shareholder approval is required for any action, each shareholder shall be entitled to vote equal to the number of shares he or she may own. The approval of any action shall require the affirmative vote of not less than fifty-one percent (51%) of all of the issued and outstanding shares.

11. The business and affairs of the Corporation shall be managed by the shareholders and the Board of Directors.

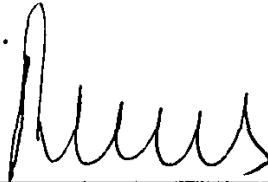
DATED this 22nd day of January, 1997.

  
Robert Haik  
Incorporator

**NOTICE OF NON-OBJECTION TO FILING OF  
ARTICLES OF INCORPORATION OF  
PANINI COFFEE BAR II, INC.**

The undersigned, acting as Sole Director of PANINI COFFEE BAR, INC. gives  
notice of non-objection to the filing of the articles of incorporation of PANINI  
COFFEE BAR II, INC.

DATED this 22nd day of January, 1997.

A handwritten signature in cursive script, appearing to read 'Robert Haik', written over a horizontal line.

Robert Haik  
Sole Director

07/11/11 1:20


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,  
in compliance with said Act:

*Panini Coffee Bar II, Inc., desiring to organize under the laws of the State of  
Florida with its principal office, as indicated in the Articles of Incorporation in the  
City of Miami, State of Florida, has named David Everett Marko, One Biscayne  
Tower, 2 South Biscayne Boulevard, Suite 2600, Miami, Florida 33131, as  
REGISTERED AGENT to accept service of process within this state.*

**ACCEPTANCE OF REGISTERED AGENCY**

Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I hereby accept to act in this  
capacity, and agree to comply with the provision of said Act relative to keeping  
open said office.

  
\_\_\_\_\_  
David Everett Marko  
Registered Agent