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The Law Offices of  
Marc L. Goldman  
9980 S.W. 83rd Avenue  
Miami, Florida 33156

Phone: (305) 274-0121

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March 17, 1997

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Fl. 32399

500002117845--9  
-03/19/97--01057--006  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for ~~Wenmar Enterprises, Inc.~~ along with filing fee in the amount of \$122.50. Please return the copy with filing stamp and certificate to the undersigned.

Thank you for your cooperation.

Very truly yours,

  
Marc L. Goldman

Enclosures

502-  
W97-6858

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 21 PM 12:45

of 4/21/97



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
DEPT. OF STATE  
CORPORATIONS  
97 APR 21 PM 12:45

March 25, 1997

MARC L. GOLDMAN, ESQUIRE  
9980 S.W. 83RD AVENUE  
MIAMI, FL 33156

SUBJECT: WENMAR ENTERPRISES, INC.  
Ref. Number: W97000006858

We have received your document for WENMAR ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 697A00014972

*\* I spoke to Sandy 4-9-97  
Sandy re: Clearing  
Wen-Mart Enterprises  
Inc. She said  
OK*

*Thanks*

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 APR 21 PM 12:45

## ARTICLES OF INCORPORATION

OF

I.

WEN-MART ENTERPRISES, INC.

II.

The term for which this corporation shall exist shall be perpetual.

III.

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

To own, lease, maintain, or otherwise conduct businesses related to food service and restaurant concerns.

To market, invest in, buy, sell and develop real property.

To own, lease, use, experiment in, buy, sell and develop patents and patent rights of all kinds, and for items, objects, products, mechanisms, and goods of all kinds and nature and to deal in, manufacture, distribute, and sell and buy, such patents and patent rights and other such items, objects, products, mechanisms, and goods, and to enter into contracts for the purchase, sale, disposition, and traffic in same, both as principal and as agent.

To buy, sell, trade, manufacture, assemble, and deal in and with goods, wares, and merchandise of every kind and nature; to carry on such business as manufacturers, wholesalers, retailers, or importers and exporters, and to acquire all such merchandise, supplies, materials, and other articles as shall be necessary or incidental to such business.

IV.

The Corporation is authorized to issue one hundred shares at one dollar (\$1.00) par value stock, which shares shall be designated "Common Stock". Said stock shall initially be issued as follows: 50% to Tony Martinez and 50% to Ana M. Martinez.

V.

Unless otherwise provided for in the Articles of Incorporation, each holder of capital stock in this corporation shall be entitled at each shareholder's meeting to one vote for every share of stock standing in his name on the books of the corporation; but transferees of shares that are transferred on the books of the corporation on or within ten (10) days preceding the next date set for a meeting shall not be entitled to notice of or vote at the meeting.

VI.

Every shareholder, upon 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

VII.

The street address of the initial registered office of this corporation is: 9980 S.W. 83rd Avenue, Miami, Florida 33156 and the initial registered agent at that address is: Marc L. Goldman, Esquire.

VIII.

This corporation shall have as directors initially those persons designated in this Article below. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1) nor more than five (5). The names and addresses

of the initial directors of this corporation are:

NAME

ADDRESS

Tony Martinez

15393 S.W. 153rd Street

Miami, Florida 33187

Ana M. Martinez

15393 S.W. 153rd Street

Miami, Florida 33187

IX.

The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

President/Vice-President  
and Treasurer:

Tony Martinez  
15393 S.W. 153rd Street Miami, Florida 33187

Secretary:

Ana M. Martinez  
15393 S.W. 153rd Street Miami, Florida 33187

The name and address of the person signing these Articles is: Tony Martinez 15393 S.W. 153rd Street Miami, Florida 33187.

X.

If, at any time, any of the stockholders desire to sell their stock, said stockholder or stockholders shall first offer it, in writing, to the Board of Directors, stating prices and terms and give the Board of Directors thirty (30) days in which to place it with the stockholders. At the expiration of thirty (30) days, if no stockholder has purchased and settled for same, said stockholder or stockholders shall have the right to sell to whomever will purchase for no less than the same sum and prices for which it was offered to the Board of Directors.

  
TONY MARTINEZ, Subscriber

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in  
the state and county aforesaid, this 17<sup>th</sup> day of March, 1997.


## Large

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

FIRST - THAT WEN-MART ENTERPRISES, INC. DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT: 15393 S.W. 153 STREET, MIAMI, FLORIDA, 33187 AND  
MARC L. GOLDMAN, 9980 S.W. 83RD AVENUE, MIAMI, FLORIDA 33156, AS ITS  
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
\_\_\_\_\_  
TONY MARTINEZ  
CORPORATE OFFICER & DIRECTOR

TITLE - PRESIDENT & CO-CHAIRMAN

4-14-97  
DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF DUTIES.

  
\_\_\_\_\_  
MARC L. GOLDMAN  
RESIDENT AGENT

3-17-97  
DATE

FILED  
OFFICE OF STATE  
CORPORATIONS  
97 APR 21 PM 12:45