

P97000095149

11/05/97

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

5:05 PM

((H97000018461 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: GIANNY'S BAKERY, INC.

AUDIT NUMBER.....H97000018461

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

CERT. OF STATUS..0

PAGES.....5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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 CAPS Connect: 00:04:21

FILED  
97 NOV -6 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

no 11/6/97

(5)

H97000018461

FILED

97 NOV -6 AM 11:06

**ARTICLES OF INCORPORATION**  
OF THE STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

OF

**GIANNY'S BAKERY, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

**ARTICLE I-NAME**

The name of the corporation is **GIANNY'S BAKERY, INC.**

**ARTICLE II-NATURE OF BUSINESS**

The general character, purpose, and nature of business to be transacted by this corporation is to carry on in any capacity and business or trade deemed legal in the State of Florida, to wit:  
**BAKERY.**

**ARTICLE III-CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each share having a par value of \$1.00.

**ARTICLE IV-TERM OF EXISTENCE**

The corporation shall have perpetual existence.

**ARTICLE V-ADDRESS**

The initial street address of the principal office of this corporation is to be:

8592 S.W. 40th Street  
Miami, FL 33155

the board of directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

**ARTICLE VI-REGISTERED AGENT**

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

THIS INSTRUMENT WAS PREPARED BY:  
RUBEN E. DORTA, P.A.  
6011 West 16th Avenue, H12, FL 33012  
FBN: 441066

H97000018461

H97000018461

That, **GIANNY'S BAKERY, INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Article of Incorporation at the City of Miami, County of Dade, has named:

**MADELEINE CLEMENTE**  
3242 S.W. 90th Avenue  
Miami FL 33165

as its agent to accept service of process within this state.

FILED  
7 NOV -6 AM 11:06  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

### ACKNOWLEDGMENT

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

x Madeline Clemente  
**MADELEINE CLEMENTE, Registered Agent**

### ARTICLE VII-DIRECTORS

The corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one.

### ARTICLE VIII-INITIAL DIRECTORS

The names and street addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

**PRESIDENT**  
**EDUARDO RAMON CLEMENTE**  
8592 S.W. 40th Street  
Miami, FL 33155

**TREASURER and SECRETARY**  
**TERESITA DEJESUS CLEMENTE**  
8592 S.W. 40th Street  
Miami, FL 33155

H97000018461

H97000018461

**ARTICLE IX-INCORPORATOR**

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

**EDUARDO RAMON CLEMENTE**  
8592 S.W. 40th Street  
Miami, FL 33155

**TERESITA DEJESUS CLEMENTE**  
8592 S.W. 40th Street  
Miami, FL 33155

**ARTICLE X-EFFECTIVE DATE**

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

**ARTICLE XI-AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereof, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed this foregoing Articles of Incorporation under the laws of the State of Florida, this 27 day of October, 1997.

x   
EDUARDO RAMON CLEMENTE

  
TERESITA DEJESUS CLEMENTE

STATE OF FLORIDA)  
:SS  
COUNTY OF DADE )


BEFORE ME, the undersigned authority, personally appeared, **EDUARDO RAMON CLEMENTE** and **TERESITA DEJESUS CLEMENTE**, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following forms of identification of the above-name person:

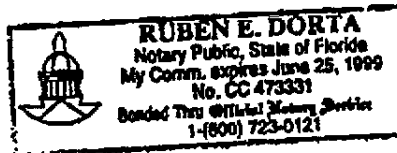
Florida Driver License

H97000018461

H97000018461

WITNESS my hand and official seal, this 27 day of October 1997, in the County  
and State aforesaid.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE  
My commission expires: .



FILED  
97 NOV -6 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H97000018461