



P97000102318

ACCOUNT NO. : 072100000032

REFERENCE : 627333 4303929

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 87.50

ORDER DATE : December 9, 1997

ORDER TIME : 9:58 AM

ORDER NO. : 627333-005

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein
Greenberg Traurig Hoffman
21st Floor
1221 Brickell Avenue
Miami, FL 33131-3238

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Articles of
Correction w/
W/C

DOMESTIC AMENDMENT FILING

NAME: NGUYEN'S SAIGON BISTRO
CORPORATION

FILED
97 DEC -9 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE:

Availability 12/10/97

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

Updater

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX (1) CERTIFIED COPY
XX (1) PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED
97 DEC -9 AM 10:56
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

02250,00547, 00672



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 9, 1997

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: NGUYEN'S SAIGON BISTRO CORPORATION
Ref. Number: P97000102318

RESUBMIT
Please give original
submission date as file date.

We have received your document for NGUYEN'S SAIGON BISTRO CORPORATION and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 997A00058056

RECEIVED
97 DEC 10 AM 11:29
DIVISION OF CORPORATION

**ARTICLES OF CORRECTION
TO
ARTICLES OF INCORPORATION
OF
NGUYEN'S SAIGON BISTRO CORPORATION**

FILED
97 DEC -9 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0124 of the Florida Business Corporation Act, NGUYEN'S SAIGON BISTRO CORPORATION (the "Corporation"), Charter #97000102318, adopts the following Articles of Correction:

1. Attached hereto as Exhibit A is Articles of Incorporation of the Corporation filed on December 4, 1997 (the "Articles").
2. Article I of the Articles failed to state the correct name of the Corporation.
3. Article I of the Articles should be amended and restated in its entirety to read as follows:

ARTICLE I

The name of the corporation is NGUYEN'S MISS SAIGON BISTRO CORPORATION, (hereinafter called the "Corporation").

IN WITNESS WHEREOF, the undersigned being the Incorporator of the Corporation has executed these Articles of Correction as of the 8th day of December, 1997.

NGUYEN'S SAIGON BISTRO CORPORATION



By: Marshall R. Pasternack, Incorporator & Secretary

EXHIBIT A



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 4, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

The Articles of Incorporation for NGUYEN'S SAIGON BISTRO CORPORATION were filed on December 4, 1997 and assigned document number P97000102318. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Neysa Culligan, Document Specialist
New Filing Section

Letter Number: 497A00057381

Account number: 072100000032

Account charged: 122.50



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of NGUYEN'S SAIGON BISTRO CORPORATION, a Florida corporation, filed on December 4, 1997, as shown by the records of this office.

The document number of this corporation is P97000102318.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Fourth day of December, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

ARTICLES OF INCORPORATION
OF

NGUYEN'S SAIGON BISTRO CORPORATION

FILED
97 DEC -4 PM 2: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is NGUYEN'S SAIGON BISTRO CORPORATION, (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 621 N.W. 193 Avenue, Pembroke Pines, Florida 33029.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or

(2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, Suite 2100, City of Miami, County of Dade, State of Florida 33131 and the name of its initial registered agent at such office is Marshall R. Pasternack.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is four (4), and the

names and addresses of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

Mimi Nguyen-Garcia
621 N.W. 193 Avenue
Pembroke Pines, FL 33029

Phuoc Ngoc Nguyen
621 N.W. 193 Avenue
Pembroke Pines, FL 33029

Hali Ngoc Nguyen
621 N.W. 193 Avenue
Pembroke Pines, FL 33029

Hieu Ngoc Nguyen
621 N.W. 193 Avenue
Pembroke Pines, FL 33029

ARTICLE VII

The name of the Incorporator is Marshall R. Pasternack and the address of the Incorporator is 1221 Brickell Avenue, Suite 2100, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by 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 3rd day of December, 1997.



Marshall R. Pasternack, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of NGUYEN'S SAIGON BISTRO CORPORATION hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



Marshall R. Pasternack

Dated: December 3, 1997