

P98000020619

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: EL Gaucho, Inc.  
(Proposed corporate name - must include suffix)

500002445335--4  
-03/03/98--01048--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Stacy STERN  
Name (Printed or typed)

16531 NE 35<sup>th</sup> Avenue #2  
Address

North Miami Beach Florida 33160  
City, State & Zip

305-949-4948  
Daytime Telephone number

99 MAR -3 PM 12:52  
FILED  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

*Handwritten signature*  
3/3/98

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
El Gaucho, Inc**

**WE, THE UNDERSIGNED**, subscribers to the Articles of Incorporation, do hereby associate ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida, and do hereby certify that we have become such corporation under and pursuant to the following Articles of Incorporation.

**ARTICLE I  
NAME**

The name of this corporation is: El Gaucho, Inc

**ARTICLE II  
NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be and is as follows: to engage in any activity or business permitted under the Laws of The United States of America and of the State of Florida. The nature of the business is a restaurant and bar.

**ARTICLE III  
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at \$1.00 par value.

**ARTICLE IV  
INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is not less than Two Hundred (\$200.00) Dollars

**ARTICLE V  
CORPORATE EXISTENCE**

This corporation shall have perpetual existence, unless sooner dissolved according to law.

**NAME**

**ADDRESS**

Stacy Stern

16531 N.E. 35th Avenue, Apt. 2  
North Miami Beach, Florida 33160

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**ARTICLE VI**  
**OFFICE OF THE CORPORATION**

The initial street address of the principal office of the corporation shall be:  
14770 Biscayne Boulevard  
North Miami Beach, Florida 33181

**ARTICLE VII**  
**DIRECTORS**

This corporation shall have at its inception one (1) director. The number of directors may be increased or diminished from time to time in accordance with the directives of the stockholders of the corporation, but it shall at no time be less than one (1) in number.

**ARTICLE VIII**  
**INITIAL DIRECTORS**

The names and street address of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws, of this corporation, and the Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Stacy Stern	16531 N.E. 35th Avenue, Apt. 2 North Miami Beach, Florida 33160

**ARTICLE IX**  
**SUBSCRIBERS**

The name and street address of each person signing these Articles of Incorporation as a subscriber is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Stacy Stern	16531 N.E. 35th Avenue, Apt. 2 North Miami Beach, Florida 33160

**ARTICLE X**  
**OFFICERS**

The officers of this corporation shall be a President, one or more Vice-Presidents, a Secretary and a Treasurer and such other officers, agents and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such manner hold their offices for such terms, and have each such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices, except that the President shall not be also made Secretary, or Assistant Secretary of this Corporation.

**ARTICLE XI**  
**INITIAL OFFICERS**

The name and street of the initial officers of this corporation are:

**NAME****ADDRESS**

Stacy Stern

16531 N.E. 35th Avenue, Apt. 2  
North Miami Beach, Florida 33160

**ARTICLE XII**  
**RESIDENT AGENT**

The registered name and registered street address of the initial registered agent of this corporation is:

**NAME****ADDRESS**

Morton Stern

14770 Biscayne Boulevard  
North Miami Beach, Florida 33181


**ARTICLES XIII**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation in the manner hereafter prescribed by Law and all rights conferred on stockholders herein are granted subject to this reservation.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACKNOWLEDGMENT**

Having been named to accepts services 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 provisions of said Act relative to keeping open said office.

  
Morton Stern  
REGISTERED AGENT

**IN WITNESS WHEREOF**, we, the Undersigned, being the Subscribing incorporator, have hereunto set our hand and seal for the purpose of forming this corporation under the Laws of the State of Florida, and we hereby, make and file these Articles of Incorporation and certify that the facts stated herein are true, this 2nd day of March 1998.

~~~~~  
NOTARY PUBLIC  
STATE OF FLORIDA  
Alice Lynn Morrison (Seal)  
Notary Public, State of Florida  
Commission No. CC 628637  
My Commission Exp. 5/03/2001  
Banded Through Fla. Notary Service & Bonding Co.  
~~~~~ (Seal)  
