

P98000063813  
TRANSMITTAL LETTER

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

000002592280--8  
-07/17/98--01086--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: VALENCIA CAFE, INC.  
(Proposed corporate name - must include suffix)

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

FROM: Gus De Ribeuax, P.A.  
Name (Printed or typed)  
2903 Salzedo Street  
Address  
Coral Gables , FL 33134  
City, State & Zip  
305-446-7990  
Daytime Telephone number

FILED  
98 JUL 17 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

9/17-21-98

## **ARTICLES OF INCORPORATION**

### **ARTICLE I - Name**

The name of this corporation is **VALENCIA CAFÉ, INC.**

### **ARTICLE II - Principal Office**

The mailing address of this corporation shall be: 6988 W. 30<sup>th</sup> Court  
Hialeah, FL 33018

### **ARTICLE III - Purpose**

This corporation is organized for the purpose of any and all business pursuant to the laws of the State of Florida.

### **ARTICLE IV- Capital Stock**

This corporation is authorized to issue 100 shares of \$.10 par value common stock which shall be designated as "Common Shares".

### **ARTICLES V - Initial Registered Agent**

The street address of the registered office of this corporation is 6988 W. 30<sup>th</sup> Court, Hialeah, Florida 33018 and the name of the registered agent of this corporation at that address is Hani Dib.

### **ARTICLE VI - Board of Directors**

The Corporation shall initially have one Director to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Hani Dib  
6988 W. 30<sup>th</sup> Court  
Hialeah, Florida 33018

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**ARTICLE VII - Incorporator**

The name and address of the Incorporator signing these Articles is Hani Dib  
6988 W. 30<sup>th</sup> Court  
Hialeah, FL 33018

**ARTICLE VIII - Pre-emptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE IX - Indemnification**

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

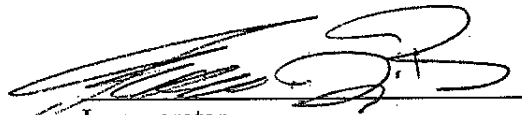
**ARTICLE X - Amendment**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation on the date of the signing.

Dated: July 7, 1998

Hani Dib

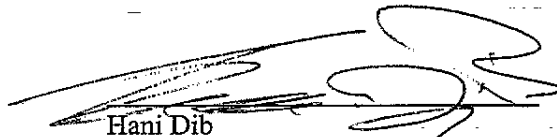
  
Incorporator

Certificate designated place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Valencia Café, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Hani Dib located at 6988 W. 30<sup>th</sup> Court in Hialeah, Florida as its agent to accept service of process within Florida.

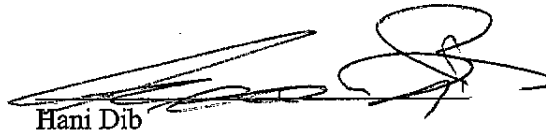
Dated: July 7, 1998



Hani Dib

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. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: July 7, 1998



Hani Dib

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