

TRANSMITTAL LETTER

P 98000107410

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98 DEC 29 AM 11:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: Carlos' Cuban Cafe, Inc.  
(Proposed corporate name - must include suffix)

200002724722--8  
-12/29/98--01041--022  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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 of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
<b>ADDITIONAL COPY REQUIRED</b>	

FROM: Stephen S. Godwin  
Name (Printed or typed)

204 S. Monroe Street  
Address

Tallahassee, Florida 32301  
City, State & Zip

850/681-6710  
Daytime Telephone number

RECEIVED  
98 DEC 29 AM 11:55  
Call when 681-6710  
Steve Small

P. Mail  
DEC 29 1998  
(3)

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

ARTICLES OF INCORPORATION  
OF  
CARLOS' CUBAN CAFÉ, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I.  
Name and Principal Office

The name of this Corporation shall be Carlos' Cuban Café, Inc. The principal place of business and mailing address of this Corporation shall be 402 East Tennessee Street, Tallahassee, Florida 32301.

ARTICLE II.  
Purpose

The Corporation is organized for the purpose of engaging in any or all activities or businesses permitted under the Florida Business Corporation Act.

ARTICLE III.  
Stock

The authorized capital stock of this Corporation shall consist of One Thousand (1,000) shares all of which stock shall be common stock of the same class.

ARTICLE IV.  
Powers

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V.  
Incorporator

The name and street address of the Incorporator of this Corporation are as follows:

Carlos Pla  
402 East Tennessee Street  
Tallahassee, Florida 32301

ARTICLE VI.  
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII.  
Address of Registered Office and Registered Agent

The street address of the initial registered office of this Corporation in the State of Florida shall be Blank, Rigsby & Meenan, P.A., 204 South Monroe Street, Tallahassee, Florida 32301. The name of the initial registered agent of the Corporation at the above address shall be Stephen S. Godwin. The Board of Directors may from time to time change the registered office to any other address in the State of Florida or change the registered agent.

ARTICLE VIII.  
Number of and Election of Directors

This Corporation shall consist of one or more directors. The number of directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the shareholders. The initial Board of Directors shall be comprised of the following:

<u>Name</u>	<u>Address</u>
Carlos Pla	402 East Tennessee Street Tallahassee, Florida 32301
Anne Pla	402 East Tennessee Street Tallahassee, Florida 32301
Carlos A. Pla	402 East Tennessee Street Tallahassee, Florida 32301

ARTICLE IX.  
Officers

The Corporation shall have a President, a Secretary and a Treasurer, and may have additional and assistant officers including, without limitation thereto, one or more Vice Presidents, Assistant Secretaries, and Assistant Treasurers as established in accordance with the By-Laws adopted by the shareholder. A person may hold more than one office.

ARTICLE X.  
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation of Carlos' Cuban Café, Inc., has executed these Articles of Incorporation this 29 day of December, 1998.

  
 \_\_\_\_\_  
 Carlos Pla

**CERTIFICATE DEISGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

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TALLAHASSEE, FLORIDA

In compliance with Florida Statutes, Sections 48.091 and 607.0501, the following  
is submitted:

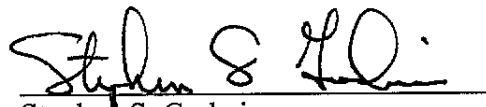
Carlos' Cuban Café, Inc.

Desiring to organize as a corporation under the laws of the State of Florida, has designated Blank, Rigsby & Meenan, P.A., 204 South Monroe Street, Tallahassee, Florida 32301, as its initial registered office and has named Stephen S. Godwin, located at said address, as its initial registered agent.

  
\_\_\_\_\_  
Carlos Pla, Incorporator

Date: December 29, 1998

Having been named registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.

  
\_\_\_\_\_  
Stephen S. Godwin

Registered Agent

Date: December 29, 1998