

A99000016796

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED  
99 DEC 21 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Amazon Grill House of  
Specialties, Inc

800003074598 -- 0  
-12/20/99--01017--016  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

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99 DEC 20 AM 10:05  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

C. COULLETTE DEC 22 1999

Signature \_\_\_\_\_

Requested by: CS 12/20 9:43  
Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 20, 1999

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: AMAZON GRILL HOUSE OF SPECIALTIES, INC.  
Ref. Number: P99000016796

We have received your document for AMAZON GRILL HOUSE OF SPECIALTIES, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette  
Document Specialist

Letter Number: 399A00059548

Please give me a good standing cert. instead of a cert. copy.

RECEIVED  
99 DEC 21 AM 10:28  
CORRECTED

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

AMAZON GRILL HOUSE OF SPECIALTIES, INC.

(Present name)

Pursuant to the provisions of section 607.1006 Florida Statutes, this Florida profit corporation adopts the following articles of Amendment to its articles of incorporation:

December 17, 1999

*First:* Amendment(s) adopted: AMENDED

ARTICLE I - Name and Address.

ARTICLE IV - Registered Office/Agent & Incorporator

ARTICLE VI - Board of Directors

*Second:* Amendment(s) adopted: ADDED

ARTICLE IX - Subscribers.

ARTICLE X - AMENDMENT

ARTICLE XI - LIMITATIONS ON CORPORATE STOCK

ARTICLE XII - POWER OF CORPORATION

ARTICLE XIII - INDEMNIFICATION

*Third:* The date of Adoption of the Amendments.

*Fourth:* Adoption of Amendments.

FILED  
99 DEC 21 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*First: Articles Amended*

**ARTICLE I - Name and Address.**

The name of the corporation shall remain the same:  
Amazon Grill House of Specialties, Inc.

The new address of the principal office of this corporation shall be:  
700 N. Atlantic Boulevard – Fort Lauderdale – Florida - 33304

**ARTICLE IV \_\_\_\_\_ REGISTERED OFFICE / AGENT & INCORPORATOR**

The new street address of the registered office of this corporation is:  
700 N. Atlantic Boulevard – Fort Lauderdale, FL - 33304, and the name of the initial registered agent of this corporation at that address is Keller Soares.

**ARTICLE VI - Board of Directors**

The Secretary, MARESSA MARLA SOARES CAVALCANTI is no longer part of the board of directors of this Corporation. This Corporation now has three (3) Officers. The names and post office addresses of the officers, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ana Maria Passarelli dos Santos President	398 SE Mizner Blvd #1916 Boca Raton, FL 33432
Keller Soares Vice President	5581 Winston Park Blvd #201 Coconut Creek, FL 33073
Denis Cavalcanti Treasurer / Secretary	6055 Boca Colony Drive #734 Boca Raton, FL 33433

*Second: Added*

**ARTICLE IX - Subscribers.**

This corporation now has three (3) Subscribers. The number of Subscribers may be increased or diminished from time to time in accordance with bylaws adopted by the stockholders. The names and addresses of The Subscribers of this corporation and the number of shares of stock, and the new positions of the stockholders subscribe to by each person signing these Amendment of Articles of Incorporation now are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Ana Maria Passarelli dos Santos President	398 SE Mizner Blvd #1916 Boca Raton, FL 33432	70%
Keller Soares Vice President	5581 Winston Park Blvd #201 Coconut Creek, FL 33073	20%
Denis Cavalcanti Treasurer / Secretary	6055 Boca Colony Drive #734 Boca Raton, FL 33433	10%

**ARTICLE X 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 stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

**ARTICLE XI LIMITATIONS ON CORPORATE STOCK**

1. No shareholder can enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the state of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.

No shareholder of the Corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation.

**ARTICLE XII POWER OF CORPORATION**

The Corporation shall have the same powers as an Individual to do all things necessary or convenient to carry out its business affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

**ARTICLE XIII INDEMNIFICATION**

The corporation shall indemnify any officer or director, to the full extent permitted by law.

*Third: The date of adoption of the amendments.*

The date of adoption of the amendments was December 17<sup>th</sup>, 1999.

*Fourth: Adoption of Amendment.*

The Amendments were adopted by the Incorporators without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this December 17<sup>th</sup>, 1999.

*Ana Maria Passarelli dos Santos*

Signature  
Ana Maria Passarelli dos Santos  
President

*Keller Soares*

Signature  
Keller Soares  
Vice President  
Incorporator

*Denis Cavalcanti*

Signature  
Denis Cavalcanti  
Treasurer / Secretary



Breno Razoni Gomes  
Commission # CC 837970  
Expires Nov. 15, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

*BREWARD, FL*

*[Signature]*