

FD1990 35668

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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

FILED
 01 APR -9 4:30 PM
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 01 APR -9 AM 10:39
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. RINCON ARGENTINO RESTAURANT #2
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input checked="" type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 -04/09/01--01013--019
 *****78.75 *****78.75

Examiner's Initials

ARTICLES OF INCORPORATION

FILED
01 APR -9 PM 12:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The Undersigned, acting as incorporator of a corporation, under the Florida General Corporation Act, adopts the following Articles of Incorporation of such Corporation.

ARTICLE I

The name of the Corporation is RINCON ARGENTINO RESTAURANT # 2, INC.

ARTICLE II

The date of commencement of corporation existence is the 6 day of APRIL 2001, and the period of its duration is perpetual.

ARTICLE III

The purpose of the Corporation is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue 100 shares, all in one class \$1.00 value.

ARTICLE V

The Address of its Registered Office is 819 ANASTASIA AVE CORAL GABLES, FL 33134. This is the Principal Office of the Corporation, and the name of its initial Registered Agent (s) (is) (are) ILEANA DEMARZIANI.

ARTICLE VI

The number of Director (s) constituting its initial Board of Directors (is) (are) TWO (which) (whose) name (s) (is) (are) PRESIDENT & TREASURER ILEANA DEMARZIANI - VICE-PRESIDENT \$ SECRETARY MIGUEL DEMARZIANI.

ARTICLE VII

The name and address of the incorporator (s) (is) (are) ILEANA & MIGUEL DEMARZIANI 819 ANASTASIA AVENUE CORAL GABLES, FL 33134


ARTICLE IX

Preemptive Rights shall be as follows: subject to the restrictions of the Florida General Corporation Act., the holders of the common stock of this corporation shall have preemptive rights to purchase at price, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of the corporation as may be issued for money or any property, or services from time to time, in addition to that stock authorized (and issued) by the Corporation.

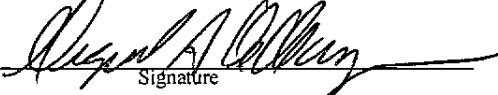
The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the Holder to all shares of common stock currently authorized and issued.

DATED THIS 6 day of APRIL 2001.

X ILEANA DEMARZIANI

X  Signature

X MIGUEL DEMARZIANI

X  Signature

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE: NAMING AGENT UPON PROCESS MAY BE SERVED: In
pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act.

First RINCON ARGENTINO RESTAURANT # 2, INC desiring to organize under the laws of the State
of Florida with its principal office as indicated in the Articles of Incorporation at the City of MIAMI
County of Dade, State of Florida, has named ILEANA DEMARZIANI, located at 819 ANASTASIA
AVE. CORAL GABLES, FL 33134 as its Agent to accept services of process within this State
ACKNOWLEDGEMENT: Having been named to accept, services of process for the above State
Corporation, at place designated in this Certificate: (I) (We) hereby accept, to act, in this capacity and
agreed to comply with the provisions of said Act., relative to keeping open Said Office.

X

RESIDENT AGENT

ILEANA DEMARZIANI

FILED
01 APR -9 PM 12:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA