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LEZARUS CORPORATE FILING SERVICE, INC.
 (Requestor's Name)
3320 S.W. 87th AVENUE
 (Address)
MIAMI, FLORIDA (305)552-5973
 (City, State, Zip) (Phone #)
LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

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

1. EMILY'S CAFE, CORP.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

99 FEB -2 PM 2:11
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

FILED

- 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 type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

99 FEB -2 AM 11:32
 DIVISION OF CORPORATION
 RECEIVED

Examiner's Initials

Articles of Incorporation
Of
EMILY'S CAFÉ, CORP.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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The undersigned incorporator, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I, Name

The name of the corporation shall be: EMILY'S CAFÉ, CORP.

Article II, Principal Office

The principal place of business and mailing address of this corporation shall be:

12150 SW 131 Avenue
Miami, FL 33186

Article III, Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any time is:

One Hundred, (100), shares at \$5.00 par value each, having an aggregate value of \$500.00 (Five Hundred Dollars and 00/100)-----

Article IV, Initial Registered Agent and Address

The name and address of the initial registered agent is:

Cirilo J. Arteaga
3080 NW 29th Street
Miami, FL 33142

Article V, Incorporator

The name and street address of the incorporator to these Articles of Incorporation is:

Cirilo J. Arteaga
3080 NW 29th Street
Miami, FL 33142

Article VI, Officers and Directors

The name(s) and street address(es) of the Board of Directors and Officers of this corporation is (are):

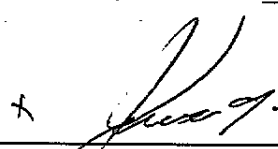
Cirilo J. Arteaga
3080 NW 29th Street
Miami, FL 33142

President/
Director

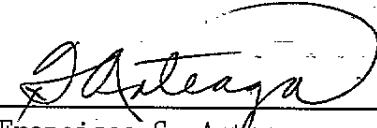
Francisca S. Arteaga
3080 NW 29th Street
Miami, FL 33142

Secretary/Treasurer/
Director

The undersigned has (have) executed these Articles of Incorporation this 28th
Day of January, 1999.



Cirilo J. Arteaga
President/Director



Francisca S. Arteaga
Secretary/Treasurer/Director

Certificate of Designation
Registered Agent/Registered Office

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the corporation is: EMILY'S CAFÉ, CORP.

The name and address of the registered agent and office is:

Cirilo J. Arteaga
3080 NW 29th Street
Miami, FL 33142

Signature

X 

Title

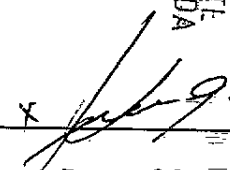
President

Date

Jan. 28, 1999

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, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

Signature

X 

Date

Jan. 28, 1999

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED