

9900069608

OFFICE USE ONLY (Document #)

LAZARUS 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

300002951393--1
-08/05/99--01056--011
****157.50 *****78.75

OFFICE USE ONLY

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

1. TELEFOOD DELIVERY INC. (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

RECEIVED
 99 AUG -5 AM 11:53
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

- Walk in
 Pick up time 2.00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

FILED
 99 AUG -5 PM 2:18
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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

[Handwritten Signature]

Examiner's Initials

CERTIFICATE OF INCORPORATION
OF
TELEFOOD DELIVERY INC

FILED
99 AUG -5 PM 2:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of Incorporation for profit.

ARTICLE I

The name of the corporation should be:

TELEFOOD DELIVERY INC

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorize to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of no par value. All stock is to be issued as fully paid and exempt from assesment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLE V

The amount of capital with which its corporation may begin doing business shall be not less than five hundred dollars (\$500.00).

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address of the principal office of corporation in the State of Florida is : 15998 SW 137 AVE, MIAMI, FL 33177.

The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is: **15998 SW 137 AVE MIAMI FL 33177** registered agent at the address is **HECTOR MARTINEZ.**

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one nor more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business which will be properly done by the directors on behalf of the corporation shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

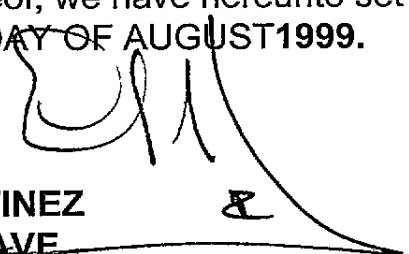
ARTICLE IX

The names and post office of the members of the first board of directors and the slate of corporate officers are as follows:

RICARDO ECHEVERRIA	15998 SW 137 AVE
PRESIDENT	MIAMI, FL 33177
HECTOR MARTINEZ	15998 SW 137 AVE
SECRETARY	MIAMI, FL 33177
ROBERTO ARREAZA	15998 SW 137 AVE
TREASURER	MIAMI, FL 33177

Stock of the corporation may be issued pursuant to the provisions of section 1244 of the Internal Revenue Service code, so that the stockholders of the Corporation may receive the benefits provided thereunder.

In witness whereof, we have hereunto set our hands and seals, this 2ND DAY OF AUGUST 1999.


HECTOR MARTINEZ
15998 SW 137 AVE
MIAMI FL 33177

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY
BE SERVED.

Persuant to the provisions of the section 607.0501, Florida
Statutes, the undersigned corporation, organized under the
Laws of the State of Florida.

the name of the corporation is: **TELEFOOD DELIVERY INC.** certify
under the laws of the State of Florida, with its principal place of
business at City of Miami, State of Florida name **HECTOR**
MARTINEZ located at **15998 SW 137 AVE MIAMI FL 33177** as
agent to accept process in State of Florida County of **MIAMI-**
DADE.

Having been named as registered agent and to accept service
of process for the above stated corporation at the place
designated in this certificate, I hereby accept the appointment
as registered agent and agree to act in this capacity. I further
agree to comply with the provisions of all statutes relating
to the proper and complete performance of my duties, and
I am familiar with and accept the obligations of my position as
Registered Agent.



HECTOR MARTINEZ
REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 AUG -5 PM 2:18

FILED