

F97000006205

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: BELGIUM WAFFLES, INC.
(Name of corporation - must include suffix)

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*****70.00 *****70.00

Dear Sir or Madam:

W97-23731

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Robert L. Kaye, Esq.

(Name of Person)

Kaye & Roger, PA

(Firm/Company)

6261 NW 6th Way, Ste. 103

(Address)

Ft. Lauderdale, FL. 33309

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Robert L. Kaye

(Name of Person)

at (954-928-0680

(Area Code & Daytime Telephone Number)

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COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 17, 1997

ROBERT L KAYE, ESQ.
%KAYE & ROGER, P.A.
6261 NW 6TH WAY, STE 103
FT LAUDERDALE, FL 33309

SUBJECT: BELGIUM WAFFLES, INC.
Ref. Number: W97000023731

We have received your document for BELGIUM WAFFLES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You have provided a certificate of incorporation that is not what we require you would need a certificate of existence (good standing). The Secretary of State of Delaware is where you would receive such a certificate.

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 097A00050783

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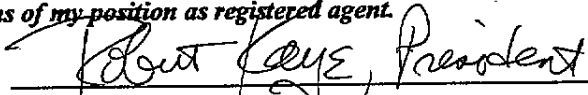
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. BELGIUM WAFFLES, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 9704641
(FEI number, if applicable)
4. Sept. 18, 1997
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Sept. 18, 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3500 Park Central Blvd., N.
Pompano, FL. 33064
(Current mailing address)
8. General Business Practices
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Robert L. Kaye, Esq.
Kaye & Roger, P.A.
Office Address: 6261 NW 6th Way, Ste. 103
Ft. Lauderdale, Florida, 33309
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)


Chairman: Dan Allen
Address: 3500 Park Central Blvd., N.
Pompano, FL. 33064
Vice Chairman: Todd Pores
Address: same
Director: John Natale
Address: same
Director: Tom Laratro
Address: same

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Dan Allen
Address: 3500 Park Central Blvd., N.
Pompano, FL. 33064
Vice President: Todd Pores
Address: same
Secretary: John Natale
Address: same
Treasurer: Tom Laratro
Address: same

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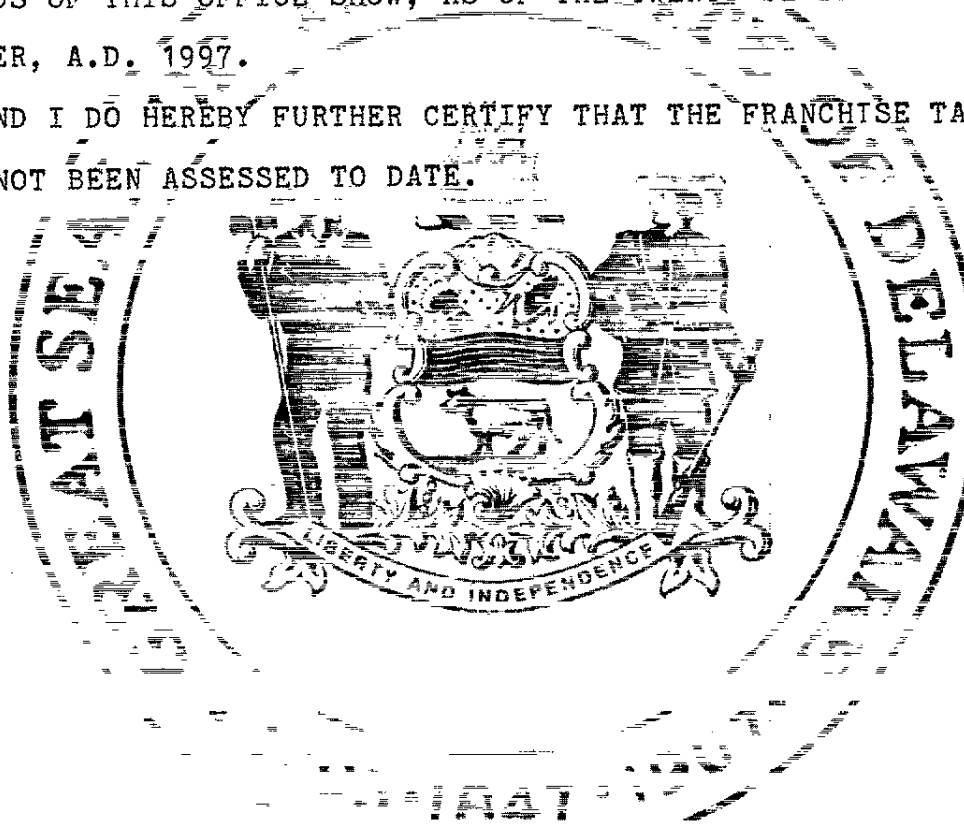
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. John Natale, Secretary
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BELGIUM WAFFLES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8724166

DATE: 10-27-97