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**LAZARUS CORPORATE FILING SERVICE**

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**TERESA ROMAN ( TALLAHASSEE REPRESENTATIVE)**

OFFICE USE ONLY

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

1. PARISSIENE CAFE & PLUS, CORP  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
PARISSIENE CAFE & PLUS, CORP**

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of incorporation, a natural person competent to contract hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation is

**EFFECTIVE DATE**  
05-06-03

**PARISSIENE CAFE & PLUS, CORP**

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred shares of common stock having \$1 par value per share.

**ARTICLE IV. ADDRESS**

The initial street address of the principal office of this corporation is to be at 3550 W. 84 Street, Suites 1 & 2- Hialeah, Florida 33018.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

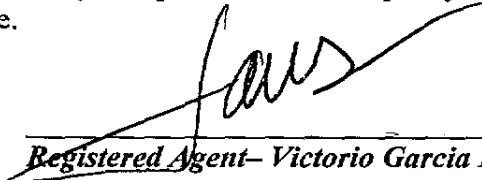
**ARTICLE V. REGISTERED AGENT**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That "PARISSIENE CAFE & PLUS, CORP", 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, Dade County, has named VICTORIO GARCIA BARBON, located at 3171 S.W. 173 Terrace -Miramar, Florida 33029- As its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said office.

  
Registered Agent- Victorio Garcia Barbon

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII. PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that, which he already holds, shall have the right to purchase his pro- rated share thereof at the price at which it is offered to others.

**ARTICLE VIII. SPECIAL PROVISION**

The stock of this corporation is intended to qualify under the requirements of section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

**ARTICLE IX. DIRECTORS**

This corporation shall have one director, initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

The name and street address of the initial member of the Board of Directors are:

**VICTORIO GARCIA BARBON**  
*President*

**3171 SW 173 Terrace**  
**Miramar, Florida 33029**

**OSCAR HORACIO ZAPATA**  
*Vice-President*

**451 NW 82<sup>nd</sup> Avenue-Ste 810**  
**Miami, Florida 33126**

#### ARTICLE X. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

**VICTORIO GARCIA BARBON**  
*President*

*3171 SW 173 Terrace*  
*Miramar, Florida 33029*

**OSCAR HORACIO ZAPATA**  
*Vice-President*

*451 NW 82<sup>nd</sup> Avenue-Ste 810*  
*Miami, Florida 33126*

#### ARTICLE XI. INCORPORATORS

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

**VICTORIO GARCIA BARBON**  
*President*

*3171 SW 173 Terrace*  
*Miramar, Florida 33029*

**OSCAR HORACIO ZAPATA**  
*Vice-President*

*451 NW 82<sup>nd</sup> Avenue-Ste 810*  
*Miami, Florida 33126*

#### ARTICLE XII. EFFECTIVE DATE

These Articles of Incorporation shall be effective on May 6th, 2003 date of execution and acknowledgement.

#### ARTICLE XIII. AMMENDMENT

These Articles of incorporation may be amended in the manner provided by law. The Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, shall approve every amendment manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, seal on this

\_\_\_\_ 6th \_\_\_\_ Day of May, 2003.

  
\_\_\_\_\_  
**VICTORIO GARCIA BARBON**

(Seal)

  
\_\_\_\_\_  
**OSCAR HORACIO ZAPATA**

(Seal)