

P9500000 3676
1-4-95

PLEASE :

AFTER FILE SEND IT BACK
TO US BY FEDEX AIR BILL
ENCLOSED.

Thanks,
~~W. H. H.~~

ACT FEDEX # 1794-9727-1

700001378537
-01/12/95--01087--017
****122.50 ****122.50

FILED
95 JAN 12 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W. H. H.
1-13-95

FILED

95 JAN 12 PM 1:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TROPICAL RESTAURANT & CAFETERIA INC.

We, the undersigned subscribers to these articles of Incorporation, each a natural person competent to contract, hereby associate together to form a Corporation under the laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of the Corporation shall be: TROPICAL RESTAURANT & CAFETERIA INC.

ARTICLE II
NATURE OF BUSINESS

The general nature of business to be transacted by this corporation shall be the Retail Sale of General Merchandise, any other activities of business permitted under the Laws of the United States of the State of Florida.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in, and with goods, wares, merchandise, real and personal property, and services of every kind, class and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida and in all other states and countries.

To contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character of business, to guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock at \$1.00 par value per share.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than five hundred Dollars (\$500.00)

ARTICLE V
TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI
PRINCIPAL PLACE OF BUSINESS

The initial street address in this State of the principal office of this corporation is 11240-38 S.W. 137TH AVE MIAMI FLA 33186
The Board of Director may from time-to-time, move the principal office to any other address in the State of Florida.

ARTICLE VII
DIRECTORS

This corporation shall have not less than two directors initially. The number of directors may be increased or diminished from time-to-time by the by laws adopted by the stockholders.

ARTICLE VIII
BOARD OF DIRECTORS

The name and street address of the members of the first Board of Directors are:

NAME	TITLE	ADDRESS
THERESA BELMAR	PRESIDENT	11240 S.W. 137 AVE MIAMI, FL. 33186

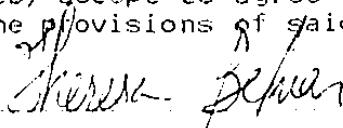
ARTICLE IX
SUBSCRIBERS

NAME	ADDRESS	SHARES	CONSIDERATION
THERESA BELMAR	11240 S.W. 137 AVE MIAMI FL 33196	1000	\$ 1000.00

ARTICLE X
REGISTERED AGENT

The address of the Registered Office of this corporation shall be: 11240 S.W. 137 AVE MIAMI FLA. 33186 and the Registered agent shall be:
THERESA BELMAR

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above State Corporation, at the place design in these Articles of Incorporation, I hereby accept to agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


BY THERESA BELMAR

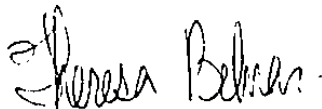
ARTICLE VI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by the majority of the stock entitled to vote them on, unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgements personally appeared:

WITNESS my hand and official seal in the County and State named above this 11 day of Jan 1995



THERESA BELMAR

Notary Public, State at Large
My Commission Expires.



- DEBIT MEMORANDUM

TO : **95000003676**

DEPARTMENT OF STATE

DATE FOR OFFICIAL USE NUMBER

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	1,105.00	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	1,105.00	OTHER	4

CROSS REF	SAMAS CODE	DISTRIBUTION	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00		2	35.00
12	45-20-2-130001-45300000-00-000100-00		1	50.00
12	45-20-2-130001-45300000-00-000100-00		2	122.50
12	45-20-2-130001-45300000-00-000100-00		1	122.50
12	45-20-2-130001-45300000-00-000100-00		1	775.00

GRAND TOTAL: \$ 1,105.00

RECEIVED
95 FEB 14 PM 12:51
FISCAL MANAGEMENT

Process Date: 01/30/95

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

Bill Nelson

State Treasurer

1653

GCSP. 1427
MKTU
06700475

0670047E



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 16, 1995

Gullermo Heredia
11501 SW 144th Avenue
Miami, FL 33185

SUBJECT: TROPICAL RESTAURANT & CAFETERIA INC.
Ref. Number: P95000003676

Debit Memo #: 51514-D

This is to inform you that your check #1653 dated January 4, 1995 in the amount of \$122.50 and submitted for TROPICAL RESTAURANT & CAFETERIA INC. has been returned to us by your bank because of Nonsufficient Funds.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashier's check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations
Attn: Melinda Lilliston
P.O. Box 6327
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 395A00007151

cc: Tropical Restaurant & Cafeteria Inc.
11240 -38 SW 137th Avenue
Miami, Florida 33186



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

March 20, 1995

Guillermo Heredia
11501 SW 144th Avenue
Miami, FL 33185

SUBJECT: TROPICAL RESTAURANT & CAFETERIA INC.
Ref. Number: P95000003676

Debit Memo #: 51514-D

Due to your failure to respond to our previous letter advising you of the returned check #1653, the Articles of Incorporation for TROPICAL RESTAURANT & CAFETERIA INC. have been cancelled and are considered not filed as of March 20, 1995.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487 6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 695A00012368

cc:Tropical Restaurant & Cafeteria Inc.
11240-38 SW 137th Avenue
Miami, Florida 33186