

02/16/95

FAS-T CORPORATION AGENTS

P. 001

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2/16/95

FLORIDA DIVISION OF CORPORATIONS

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LDB COMALES RESTAURANT, INC.

FAX AUDIT NUMBER: H95000001914

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/16/1995

TIME REQUESTED: 10:40:06

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$78.75

ACCOUNT NUMBER: 071001002335

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ELECTRONIC PROCESSING MENU

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2. REQUEST ELECTRONIC FILING

DOCUMENT TYPE

3. REQUEST ELECTRONIC CERTIFICATE

CORPORATE DOCUMENT NUMBER

 2/14

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ARTICLES OF INCORPORATION
OF
LOS COMALES RESTAURANT, INC.

ARTICLE I. NAME

The name of this corporation shall be LOS COMALES RESTAURANT, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of running restaurant and cafeteria engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 2,500 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the

This Instrument prepared by:
Antonio J. Soto III, Esq.
8500 W. Flagler St. A-105
Miami FL 33144
Fla Bar No. 302163

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preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain
Transfer Restrictions Imposed By This

Articles Of Incorporation Of LOS COMALES RESTAURANT, INC.

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Corporation's Articles Of Incorporation, A
Copy Of Which Is On File At This Corporation's
Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two (2). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Julian Ramon Garcia, 14902 S.W. 82 Lane #209,
Miami, FL 33193.

Giselle Del Socorro Estrada; 821 S.W. 9th St.
Miami, FL 33184

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 10404 West Flagler Street, #19, Miami, Florida 33174.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Julian

Articles Of Incorporation Of LOS COMALES RESTAURANT, INC.

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Ramon Garcia.

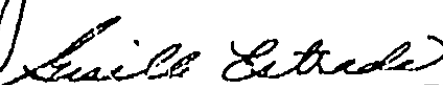
ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Julian Ramon Garcia, 10404 West Flagler Street, #19, Miami, Florida 33174 and Giselle Del Socorro Estrada, 821 N.W. 9th Street, Miami, Florida 33184.

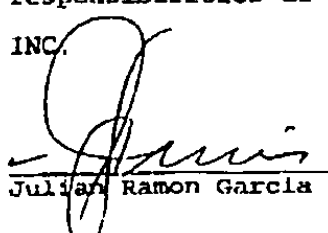
ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


Julian Ramon Garcia - Incorporator


Giselle Del Socorro Estrada -
Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of LOS COMALES RESTAURANT, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for LOS COMALES RESTAURANT, INC.


Julian Ramon Garcia - Registered Agent

Articles Of Incorporation Of LOS COMALES RESTAURANT, INC.

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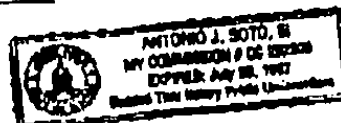
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State Of FLORIDA

County Of DADA

On 2-13-95, Julian Ramon Garcia, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, and Giselle Del Socorro Estrada, designated above as the individual who shall serve as the initial incorporator and whom are personally known to me, or produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of LOS COMALES RESTAURANT, INC.


Notary Public



(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

TALLAHASSEE, FLORIDA

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Articles Of Incorporation Of LOS COMALES RESTAURANT, INC.

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