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NEUSTEIN & NEUSTEIN, P.A.
ATTORNEYS AND COUNSELORS AT LAW
420 LINCOLN ROAD
SUITE 600
MIAMI BEACH, FLORIDA 33139

OFFICE USE ONLY

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

1. BASILIQUE CAFE, INC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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

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

FILED
95 JUN -6 PM 2:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SDS

Examiner's Initials

ARTICLES OF INCORPORATION
OF
BASILIQUE CAFE, INC.

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be BASILIQUE CAFE, INC.

ARTICLE II
DURATION

This corporation is to have perpetual existence.

ARTICLE III
NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares all at Five (\$5.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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TALLAHASSEE FLORIDA

ARTICLE V
CORPORATE ADDRESS

The initial street address in the State of Florida of the principal office of this corporation is as follows:

18640 Northwest 67 Avenue
Miami, Florida 33015

ARTICLE VI
INITIAL REGISTERED AGENT

The initial Registered Agent of this corporation is as follows: Charles L. Neustein, Esquire.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

<u>NAME(S)</u>	<u>ADDRESS(ES)</u>
Raul J. Gonzalez	18640 Northwest 67 Avenue Miami, Florida 33015
Pedro M. Benet	18640 Northwest 67 Avenue Miami, Florida 33015

ARTICLE VIII
INCORPORATORS

The name(s) and address(es) of the Incorporator(s) signing these Articles is/are:

NAME(S)

ADDRESS(ES)

Pedro M. Benet

18640 Northwest 67 Avenue
Miami, Florida 33015

ARTICLE IX
AMENDMENT OF BY-LAWS

The power to adopt, alter, amend or appeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


ARTICLE XI
INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.




Pedro M. Benet

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

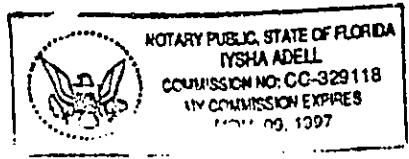
I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared PEDRO M. BENET to me well known to be the person(s) described in and who executed the foregoing Articles of Incorporation, as incorporator(s) and acknowledged before me that he/they subscribed to said Articles of Incorporation.

WITNESS my hand and seal this 30th day of May, 1995.

My Commission Expires:



NOTARY PUBLIC IVSHA ADELL
State of Florida at Large



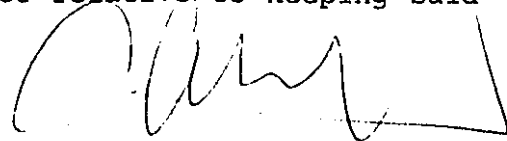
REGISTERED AGENT CERTIFICATE

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

FIRST - That Basilique Cafe, Inc.
desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Charles L. Neustein, Esquire located at 420 Lincoln Road, Suite 600, Miami Beach, Florida, as its registered agent to accept service of process.

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 Act relative to keeping said office open.



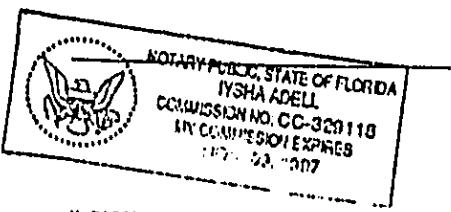
Charles L. Neustein, Esquire

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared Charles L. Neustein, to me well known to be the person described in and who executed the Registered Agent Certificate.

WITNESS my hand and seal on this 30th day of may, 1995.

My Commission Expires:



N:BASILQUE.Art

[Handwritten Signature]
NOTARY PUBLIC IYSHA ADELL
State of Florida at Large

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TALLAHASSEE FLORIDA