

99600000/1336

LAZARUS CORPORATE INDUSTRIES, INC.  
(Requestor's Name)

890 S.W. 07 AVENUE, SUITE 16  
(Address)

MIAMI, FLORIDA 33174 (305) 552-5973  
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE  
(904) 305-6715

OFFICE USE ONLY

500001678575  
-01/04/96--01068--015  
\*\*\*\*122.50 \*\*\*\*122.50

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

1. Italiano's Restaurant & Cafeteria, Inc.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" 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

789-612-671

W96-268

96 JAN -4 AM 11:25  
RECEIVED  
DIVISION OF CORPORATION



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

January 4, 1996

**LAZARUS CORPORATE INDUSTRIES, INC.**  
890 SW 87 AVENUE #16  
MIAMI, FL 33174

**SUBJECT: ITALIANO'S RESTAURANT & CAFETERIA, INC.**  
Ref. Number: W96000000268

We have received your document for ITALIANO'S RESTAURANT & CAFETERIA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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 (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 096A00000478

**ARTICLES OF INCORPORATION**

**FOR**

**ITALIANO'S RESTAURANT & CAFETERIA, INC.**

The undersigned, for the purpose of forming a corporation under the Laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

**ARTICLE ONE**  
**NAME**

The name of the corporation shall be:

**ITALIANO'S RESTAURANT & CAFETERIA, INC.**

**ARTICLE TWO**  
**CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE**  
**PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. In general to promote the interests of the corporation in any lawful enterprise the Directors decide to pursue for the benefit of the shareholders.

2. 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,

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patents, copyrights, trademarks, and licenses in the State of Florida, and in all other states and countries.

3. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidence of indebtedness, and executed such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

4. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

5. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares or 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 government, and while owner of such stock, to exercise all the rights to vote such stock,

6. To engage in any activities or businesses permitted under the Laws of the United States and the State of Florida.

7. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### **ARTICLE FOUR** **CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have no par value.

**ARTICLE FIVE**  
**PRINCIPAL OFFICE**

The street address of the initial and principal office of the corporation is 14 N.E. First Avenue, Suite 200, Miami, Florida 33132.

**ARTICLE SIX**  
**INCORPORATOR**

The name and street address of the incorporator is:  
LAZARO BLANCO - 14 N.E. First Avenue, Suite 200, Miami, Florida 33132

**ARTICLE SEVEN**  
**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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which the new stock is offered to others.

**ARTICLE EIGHT**  
**INDEMNIFICATION**

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

**ARTICLE NINE**  
**AMENDMENTS**


This corporation reserves the right to amend or repeal any

provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE TEN  
REGISTERED AGENT**

The name address of the initial registered agent of this corporation is: LAZARO J. LOPEZ, ESQ., 255 Alhambra Circle, Suite 380, Coral Gables, Florida 33134.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Coral Gables, Dade County, Florida on this 2nd day of January, 1996.

  
LAZARO BLANCO, Incorporator

STATE OF FLORIDA    )  
                          ) SS:  
COUNTY OF DADE    )


I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared LAZARO BLANCO, to me known to be the person described as incorporator herein and who executed the foregoing described Articles of Incorporation, and he acknowledged before me that he subscribed his name hereto for the purposes herein expressed.

WITNESS my hand and official seal at Coral Gables, Dade

County, Florida this 2nd day of January, 1996.



LAZARO LOPEZ  
My Commission CC208878  
Expires May 24, 1997  
Noted by HAI  
800-422-1050

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires:

**ACKNOWLEDGMENT AND ACCEPTANCE  
OF APPOINTMENT BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designed in these Articles, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated this 2nd day of May, 1996.

  
\_\_\_\_\_  
LAZARO J. LOPEZ, ESQ.

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