

P96000004810

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Venetian Diner Incorporated
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and check
for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FILED
96 JAN 11 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM: Ammad Aouida
Name (printed or typed)

6443 N.W. 82nd Ave

Address

Miami, FL 33166

City, State & Zip

(305) 593-8400

Daytime Telephone number

500001686675
-01/11/96--01043--003
***122.50 ***122.50

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

FILED

JAN 11 AM 8:50

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Venetian Diner Incorporated

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

20 Island Avenue
Miami Beach, FL 33139

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Aous Aouida
7177 S.W. 117th Avenue
Miami, FL 33183

FILING FEE: \$70.00

ARTICLE V INCORPORATOR(S)

See Instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

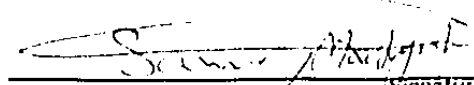
Samir Mabjish: President, Treasurer, and Secretary
Holds 25% of shares
13208 S.W. 86th Lane
Miami, FL 33183

Shafick Mabjish: Vice President
Holds 25% of shares
13208 S.W. 86th Lane
Miami, FL 33183


Ammad Aouida: Vice President
Holds 50% of shares
6443 N.W. 82nd Ave.
Miami, FL 33186

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

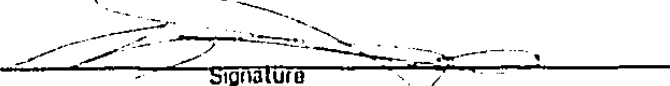
18th day of December, 19 95.



Signature



Signature



Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Venetian Diner Incorporated

2. The name and address of the registered agent and office is:

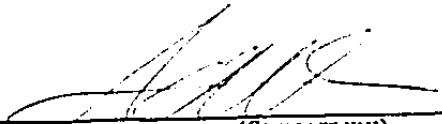
Aous Aouida
(NAME)

7177 S.W. 117th Avenue
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Miami, FL 33183
(CITY/STATE/ZIP)

FILED
86 JAN 11 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

12-18-95
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314