

P96000031836

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE SUITE: 16

Address

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

600001777046

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Office Use Only

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

1. LA CAMPINA RESTAURANT, INC.
(Corporation Name) (Document #)

2. Translation: The Countryside Restaurant, Inc.
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐ Photocopy

☐ Certificate of Status

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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

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ARTICLES OF INCORPORATION

LA CAMPINA RESTAURANT, INC.

ARTICLE I---NAME

The name of this corporation is LA CAMPINA RESTAURANT, INC.

ARTICLE II--DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue 100 shares of TEN Dollars (\$10.00) par value common stock which shall be designated as "Common Shares". The total initial Capital is \$1,000.00.

ARTICLE V--PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, or the price that may be set by the Board of Directors, which ever is lowest.

ARTICLE VI--INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial ^{principal} registered office of this Corporation is 968 N.W. 126 Court, Miami, Florida 33182, and the name of the initial registered agent of this corporation at that address is ANGEL TALENO.

ARTICLE VII---INITIAL BOARD OF DIRECTORS

This corporation shall have at least ONE Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaw; however, there shall never be less than one Director nor more than five. The name and address of initial Board of Directors of the corporation is:

ANGEL TALENO, President
968 N.W. 126 Court,
Miami, Florida 33182,

ERNESTO ARANA, Vice-President
10060 N.W. 6 Terrace
Miami, FL 33172

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Miami, Florida 33172

JANIA TALENO, Secretary
968 N.W. 126 Court,
Miami, Florida 33182,

ARTICLE VIII - INCORPORATION

The name and address of the Incorporators signing these articles is ANGEL TALENO, ERNESTO ARANA and JANIA TALENO, each of the Incorporators take the following number of shares: ANGEL TALENO, takes FIFTY SHARES (50%) ERNESTO ARANA, takes TWENTY FIVE SHARES (25%) and JANIA TALENO, takes TWENTY FIVE SHARES (25%)

ARTICLE IX-- INDEMNIFICATION

The corporation shall indemnify any Officer or Director, to the Full extent permitted by law.

ARTICLE X --- AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, by a unanimity of votes of all incorporators.

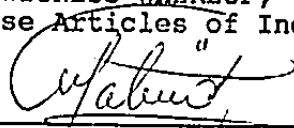
ARTICLE XI CORPORATE BY-OUT

Dissenting shareholders have the right to sell their shares back to the corporation at a fair price, and the corporation has the obligation to purchase such shares. The obligation of the corporation will only cease if the purchase would render the corporation insolvent or so substantially reduce its assets as to make its operation impossible.


ARTICLE XII

Any dispute among shareholders will be resolved by arbitration in accordance with the rules of the American Arbitration Association and by an arbitrator that will be chosen by the non-disputing shareholders and if they cannot appoint one within one week of the request the arbitrator will be the Corporation Legal Counselor. The decision of the arbitrator will be final.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 9TH day of APRIL of 1996.



ANGEL TALENO
President



ERNESTO ARANA
Vice-President

Jania Taleno
JANIA TALENO
Secretary

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ANGEL TALENO, ERNESTO ARANA and JANIA TALENO, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and that he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 9th day of April of 1996.

[Signature]
NOTARY PUBLIC,

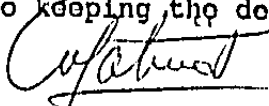
OFFICIAL NOTARY SEAL
LUNETA MONTALBAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC293248
MY COMMISSION EXP. JULY 9, 1997

In compliance with Section 48.091, Florida Statutes. the following is submitted:

That LA CAMPINA RESTAURANT INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 968 N.W. 126 Court, Miami, Florida 33182, County of Dade, State of Florida, has named ANGEL TALENO, with the above address as its agent to accept service of process within this state.


ACKNOWLEDGMENT;

Having been named to accept service of process for the above mentioned corporation, at the place designated in this certificate, the undersigned agrees to comply with the provisions of Florida law relative to keeping the designated office open.


ANGEL TALENO
Register Agent.

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared to me known to be the person described as ANGEL TALENO, and who has executed the foregoing Articles of Incorporation, and acknowledged before me that HE subscribed these Articles of Incorporation on this 9th day of April of 1996; and accepts to be the Registered Agent for the Corporation.


NOTARY PUBLIC
State of Florida at Large

OFFICIAL NOTARY SEAL
LUISITA MONTALEAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC291245
MY COMMISSION EXP. JULY 9, 1997

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TALLAHASSEE, FLORIDA

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AND
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Examiner's Initials

R E S I G N A T I O N

I, ERNESTO ARANA, THE UNDERSIGNED VICE-PRESIDENT OF LA CAMPINA RESTAURANT INC, A FLORIDA CORPORATION, #P96000031836, DO HEREBY TENDER MY RESIGNATION, TO TAKE EFFECT UPON THE ADJOURNMENT OF THE MEETING OF THE BOARD OF DIRECTORS AT WHICH THIS RESIGNATION IS ACCEPTED.

ON OCTOBER First OF 1996, I TRANSFERED AND ENDORSED THE TWENTY FIVE % OF COMMON STOCK THAT I HAD IN THE CORPORATION TO JANIA TALENO.

BY THIS LETTER I AM GIVING WRITTEN NOTICE OF MY RESIGNATION AS A MEMBER OF THE BOARD OF DIRECTORS.

DATED: OCTOBER First OF 1996

ERNESTO ARANA
VICE-PRESIDENT
LA CAMPINA RESTAURANT, INC



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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