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LAZARUS CO	RPORATE INDUSTRIES, INC. Requestor's Name	
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MIAMI, FLOI City/Sta	11DA 33174 (305)552-5973 1c/Zip Phone #	-
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NonProfit	Resignation of R.A., Officer/ Dire	clor 22
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OTHER FILINGS	REGISTRATION A	f.
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MONICA'S CAFE, INCORPORATED 14950 BW 119 AVENUE MIANI, FL 39186

The undersigned, for the purpose of forming a Corporation for profit pursuant to the laws of the State of Florida, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation:

# ARTICLE I

The name of the Corporation shall be:

MONICA'S CAFE, INCORPORATED

#### ARTICLE II

This Corporation shall have the authority to engage in any activities of business permitted under the laws of the United States of America and/or the State of Florida.

# ARTICLE III

This corporation is authorized to issue 100 shares of common stock at \$1.00 par value. Each share of stock shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the stockholders. No holder of common stock of this corporation shall be entitled to any right of cumulative voting.

## ARTICLE IV

This corporation is to exist perpetually unless otherwise dissolved according to law.

#### ARTICLE V

The initial registered office of this corporation shall be: 20116 SW 124 PLACE MIAMI, FL 33177 and the name of the initial registered agent at that address is MONICA P GOMEZ

#### ARTICLE VI

This corporation shall have two Directors initially, the number of directors may be increased or decreased from time to time by a vote of a majority but shall never be less than one. The name and address of the initial directors is:

MONICA P GOMEZ 20116 SW 124 PLACE MIAMI, FL 33177

ERIC C GOMEZ 20116 SW 124 PLACE MIAMI, FL 33177

## ARTICLE VII

The name and address of the sole incorporator is:

MONICA P GOMEZ 20116 SW 124 PLACE MIAMI, FL 33177

## ARTICLE VIII

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

### ARTICLE IX

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE X

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

## ARTICLE XI

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 23rd day of July, 1996.

MONICA'S CAFE, INCORPORATED

ly: /

MONICA P GOMEZ

Incorporator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME the undersigned authority, duly authorized to take acknowledgments in the State and County aforesaid, personally appeared, MONICA P GOMEZ, known to be the person described who executed the foregoing Articles of Incorporation and he acknowledged that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid on this 23rd day of July, 1996

A. VALDES

NOTARY PUBLIC, STATE OF FLORIDA, AT LARGE.

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## CEPTIFICATE OF REGISTERED AGENT

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SEBULCE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHOUT STATE FLORIDA FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS TAKE SEE FLORIDA SERVED.

In compliance with section 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that MONICA'S CAFE, INCORPORATED, desiring to qualify under the laws of the State of Florida with its principal place of business at 14350 SW 119 AVENUE MIAMI, FL 33186, has named MONICA P GOMEZ as its agent to accept service of process within the State of Florida.

# ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNED:

Registered Agent

DATED: July 23rd, 1996