

P96000082596

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE SUITE 16
Address

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

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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

1. N.B.V. RESTAURANT CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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-10/07/96--10/02/96--042
***122.50 ***122.50

☒ Walk in

☐ Mail out

☒ Pick up time 2:00

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 OCT -7 PM 1:27

FILED

RECEIVED
96 OCT -7 AM 11:15
DIVISION OF CORPORATION

**CERTIFICATE OF INCORPORATION
OF**

N.B.V. RESTAURANT CORP.

FILED
95 OCT -7 PM 1:27
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

I (WE) the undersigned, do to hereby associate ourselves together and subscribe this certificate of incorporation for the purpose of forming, a corporation under the laws of the State Of Florida, and subject to the following.

Provisions:

*******ARTICLE ONE*******

The name of the corporation shall be :

N.B.V. RESTAURANT CORP.

*******ARTICLE TWO*******

The corporation may engage in any activity or business permitted under the laws of the United States Of America and of the State Of Florida.

*******ARTICLE THREE*******

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall seven thousand five hundred shares of stock which shall be common stock of a par value of One (\$0.01) cents per share, all or any part of the capital stock may be paid for either in lawful monies of the United States Of America, or in services, at a true value thereof.

*******ARTICLE FOUR*******

This corporation shall begin business with a minimum capital of the amount of seventy five (\$75.00) dollars.

*******ARTICLE FIVE*******

This corporation shall have perpetual existence.

*******ARTICLE SIX*******

The principal office of the corporation shall be located at:
1335 N.E. 79th Street Causeway
North Bay Village, Fl 33141

Other office for the transaction of business may be located
wherever the Directors may deem necessary or expedient.

*******ARTICLE SEVEN*******

The business of the corporation shall be managed by a Board of
Directors, who need not be Stockholders of the corporation. The
number of Directors , not less than one, shall be fixed by
resolution of the stockholders at any regular or special meeting,
subject to the manner of holding such meetings prescribed by the
by-laws.

*******ARTICLE EIGHT*******

The name and post office addresses of the members of the first Board of Directors and the officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARDS OF DIRECTORS:

OFFICERS	NAME	ADDRESS
PRESIDENT:	Luis H. Debayle.	3290 Riviera Dr. Coral Gables, Fl 33134
SECRETARY:	Rodney W. Jackman	9937 N.W. 9TH ST.CIR #4 Miami, Fl 33172
TREASURY:	Scarlett S. Debayle	3290 Riviera Dr. Coral Gables, Fl 33134

*****ARTICLE NINE*****

The name and post office addresses of each of the subscribers to this certificate of incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

NAME	ADDRESS	NO. OF SHARES
Luis H. Debayle and Scarlett S. Debayle	3290 Riviera Dr. Coral Gables, Fl 33134	7500

SUBSCRIBER: Luis H. Debayle

SUBSCRIBER: Scarlett S. Debayle

*****ARTICLE TEN*****

This corporation shall have full power to carry on and transact each of all of the businesses enumerated in Article Two of the Certificate and shall have all the general and additional powers now and hereafter conferred upon it by-law.

*****ARTICLE ELEVEN*****

This corporation shall have the power to issued the whole or any part determined by the Board of Directors, of the shares of the capital stocks as partly paid, subject to calls thereon until the whole thereof shall have been paid.

*****ARTICLE TWELVE*****

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholder, except as by law or in this certificate otherwise provided: Any action of such Board of Directors may be rescinded, or any officer or Director removed from office, only upon a vote of stockholders holding a majority of the stocks of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Boards Of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

*******ARTICLE THIRTEEN*******

The corporation does hereby designate the following address as its registered office:

1335 N.E. 79TH Street Causeway
North Bay Village, Fl 33141

The corporation does hereby designate:

WILLIAM J. STRANGE

AS ITS REGISTERED AGENT.

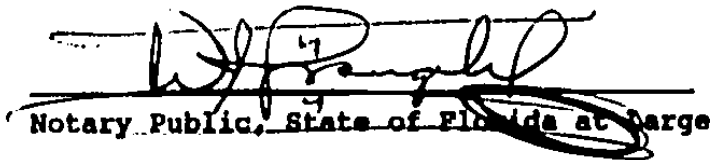
STATE OF FLORIDA
COUNTY OF DADE^{SS.}

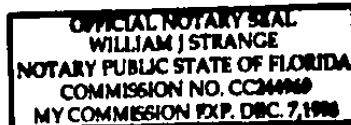
BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared:

Luis H. Debayle and Scarlett S. Debayle

who, after being by me first duly sworn, executed the foregoing Certificate of Incorporation, freely and voluntarily for the purpose therein, expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said county and State.


Notary Public, State of Florida at Large



CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PRECESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

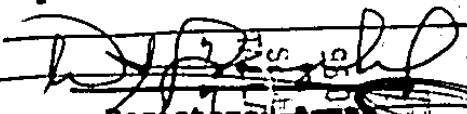
Luis H. Debayle and Scarlett S. Debayle
desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at:

CITY OF NORTH BAY VILLAGE, COUNTY OF DADE
STATE OF FLORIDA, AS NAMED AS: N.B.V. RESTAURANT CORP.
LOCATED AT: 1335 N.E. 79TH STREET CAUSEWAY, NORTH BAY VILLAGE, FL 33141, COUNTY OF DADE.

State of Florida as its agent to accept service of process this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


Registered Agent
FILED
-7 PM 1:27
STATE OF FLORIDA
CLERK OF COURT