

OCT 30 '96

P.1/6

10/30/96

2:19 PM

FLORIDA PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H96000015302 B))

TO: DIVISION OF CORPORATIONS
FROM: 1ST ACCOUNTING GROUP, INC.
CONTACT: MANUEL R DEL VALLE
PHONE: (305)477-2234

FAX #: (904)922-4001
ACCT#: 072100000416
FAX #: (305)477-4177

NAME: LOS VENEZOLANOS BAKERY Y CAFETERIA, INC.
AUDIT NUMBER.....H96000015302
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 5
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Menu: <Ctrl R-Shift>

9600 7E1

VT100

Online

RECEIVED
OCT 30 PM 2:11
TALLAHASSEE FLORIDA

W96 23152

10/30/96
H

FILED
96 OCT 30 AM 9:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

0510

696A-50227

OCT 31 '96 10:21 1ST ACCOUNTING GROUP

P.1/2

10/30/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

2:19 PM

((H96000015302 B))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: 1ST ACCOUNTING GROUP, INC.
CONTACT: MANUEL R DEL VALLE
PHONE: (305)477-2234

ACCT#: 072100000416

FAX #: (305)477-4177

NAME: LOS VENEZOLANOS BAKERY Y CAFETERIA, INC.

AUDIT NUMBER.....H96000015302

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Menu: <Ctrl R-Shift>

9600 7E1

VT100

Online

THE VENEZUELAN BAKERY
AND CAFETERIA, INC.

796.7-5010 /
10/31/96
[Signature]

FAXED
2150

ARTICLES OF INCORPORATION
OF

LOS VENEZOLANOS BAKERY Y CAFETERIA, INC.

ARTICLE I - Name

The name of this corporation is Los Venezolanos Bakery Cafeteria, Inc.

ARTICLE II - Nature of Business

This corporation may engage in any activity of business permitted under the laws of the United States of America and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 8360 N.W. 8th St., Apt. 5, Miami, FL 33126, FL and the name of the initial registered agent of this corporation at that address is Francys T. Galindo.

DOCUMENT PREPARED BY:
1st Accounting Group, Inc.
7770 N.W. 12th St., Suite 340
Miami, FL 33126-1928
(305) 477-2234

VI - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Luis J. Bencid
20631 S.W. 124th Pl.
Miami, FL 33177

Francys T. Galindo
8360 N.W. 8th St., Apt. 5
Miami, FL 33126

All of the said directors are of full age.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: Luis J. Bencid
20631 S.W. 124th Pl.
Miami, FL 33177

TREASURER: Francys T. Galindo
8360 N.W. 8th St., Apt. 5
Miami, FL 33126

SECRETARY: Francys T. Galindo
8360 N.W. 8th St., Apt. 5
Miami, FL 33126

H96000015302

ARTICLE VIII- Incorporator

The name and address of the person signing these articles is:

Francys T. Galindo
8350 N.W. 8th St., Apt. 5
Miami, FL 33126

ARTICLE IX - Distribution

The name and address of each stock subscriber, and the number of shares of stock which each agrees to take, and the sums subscribed to and paid are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
Luis J. Bencid	20631 S.W. 124th Pl. Miami, FL 33177	250 Shares \$250.00
Francys T. Galindo	8360 N.W. 8th St., Apt. 5 Miami, FL 33126	250 Shares \$250.00

ARTICLE X -Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

H96000015302

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII - Principal Place of Business

The principal place of business or mailing address of this corporation is

8360 N.W. 8th St., Suite 5
Miami, FL 33126

ARTICLE XIII - Register Agent Acceptance

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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation

this 30th day of October, 1996.

Francis P. Galindo
INCORPORATOR

Francis P. Galindo
REGISTERED AGENT