

Roll #
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THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 226173 81133A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyzdek

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN 17 PM 2:34

FILED

ORDER DATE : January 17, 1997

ORDER TIME : 11:08 AM

ORDER NO. : 226173-005

CUSTOMER NO: 81133A

400002062104--7

CUSTOMER: Jose Saavedra, Esq
JOSE A. SAAVEDRA, ESQ

8th Floor
1428 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: THE ANTIQUE SHOPPE - AN ITALIAN
EATERY INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

RECEIVED
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DIVISION OF CORPORATION

KR

1-21-97

Karen Rozac GAVE
AUTHORIZATION BY PHONE TO
CORRECT Corp name
DATE 1-27-97
DOC. EXAM KR

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FILED
SECRET
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE ANTIQUE SHOPPE - AN ITALIAN EATERY INC.**

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the Corporation is the
Antique Shoppe - An Italian Eatery Inc. 2699 Collins Avenue, Suites 107 and 108, Miami
Beach, Florida 33140 respectively.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any
activities or business permitted under the Laws of the United
States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is
authorized to have outstanding at any time is 1,000,000 shares of
common stock having a one dollar (\$1.00) par value per share.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The initial registered office of this Corporation shall
be 1428 Brickell Avenue, 8th Floor, Miami, FL 33131, and the
initial registered agent of this Corporation at such office shall
be Jose A. Saavedra, Esq., who upon accepting this designation
agrees to comply with the provisions of Section 48.091, Florida
Statutes as amended from time to time, with respect to keeping an
office open for service of process, and with the provisions of
Section 607.0505, Florida Statutes, as amended from time to time,
with respect to his duties as registered agent.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1)
members. The number of directors may be increased from time to time
by vote of the stockholders, but in no case shall the number of
directors be more than five. The name and address of the directors
constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Pieter Bakker	2699 Collins Avenue Suites 107 and 108 Miami Beach, FL 33140

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Jose A. Saavedra	1428 Brickell Avenue, 8th Floor Miami, FL 33131

Jose Saavedra

Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation of The Antique Shoppe - An Italian Eatery Inc. were acknowledged before me this 14 day of January, 1997 by Jose A. Saavedra, as Incorporator, who produced his Florida drivers license as identification, but did not take an oath.

Bruce Lieberman

Notary Public, STATE OF FLORIDA

BRUCE RUGER LIEBERMAN
My Commission CC462339
Expires May. 14, 1999
Bonded by HAI
800-422-4555

My commission expires : 5/14/99

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for The Antique Shoppe - An Italian Eatery Inc. , at the place designated in the Articles of Incorporation, Inc., Jose A. Saavedra, Esq., agrees to comply with the provisions of Section 48.091 relative to keeping open such office, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505.

Date: January 14, 1997

Jose A. Saavedra

Jose A. Saavedra

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TALLAHASSEE, FLORIDA