

P97000014251

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

300002087033--0

-02/13/97-01071-015

Office Use Only \*\*\*\*\*70.00

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

1. VENEZUELA SNACK CAFE, INC.

(Corporation Name)

(Document #)

2. \_\_\_\_\_

(Corporation Name)

(Document #)

3. \_\_\_\_\_

(Corporation Name)

(Document #)

4. \_\_\_\_\_

(Corporation Name)

(Document #)

☐ Walk in

☒ Pick up time 2:00

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ 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

FILED  
97 FEB 13 PM 1:17  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
97 FEB 13 AM 11:25  
DIVISION OF CORPORATION

FILED  
97 FEB 13 PM 1:17  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

VENEZUELA SNACK CAFE, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

VENEZUELA SNACK CAFE, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8215 N.W. 64 ST.#2  
MIAMI, FLORIDA 33166

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 SHARES

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent of this corporation is:

MANUEL BEJARANO  
8215 N.W. 64 ST.#2  
MIAMI, FLORIDA 33166

ARTICLE VI - TERM OF EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to Florida law.

increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The name(s) and address(es) of the initial Board of Director(s) of the corporation is as follows:

MANUEL BEJARANO\_PRESIDENT  
8215 N.W. 64 ST.#2  
MIAMI,FLORIDA 33166

MILDRED ROJAS-SECRETARY  
8215 N.W. 64 ST.#2  
MIAMI,FL 33166

#### ARTICLE XI - INCORPORATION

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is:

MANUEL BEJARANO  
8215 N.W. 64 ST.#2  
MIAMI,FLORIDA 33166

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this

Incorporators:

  
\_\_\_\_\_  
MANUEL BEJARANO

#### ARTICLE VI - TERM OF EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to Florida law.

#### ARTICLE VII - SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

#### ARTICLE VIII - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for the advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE IX - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anyway interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

\_\_\_\_\_  
VENEZUELA: SNACK CAFE, INC.

(must include suffix)

2. The name and address of the registered agent and office is:

\_\_\_\_\_  
MANUEL BEJARANO

(NAME)

\_\_\_\_\_  
8215 N.W. 64 ST.#2

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

\_\_\_\_\_  
MIAMI , FLORIDA 33166

(CITY/STATE/Zip)

*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.*

  
\_\_\_\_\_  
(SIGNATURE)

02-11-97  
\_\_\_\_\_  
(DATE)

FILED  
97 FEB 13 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA