

97000015098

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

700002089277-7
02/17/97-01/09-009

*****7B.75 *****7B.75

Office Use Only

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

1. FETTUCINI'S PIZZA, 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 17 PM 1:51

ARTICLES OF INCORPORATION

SEC. 1.1.1. STATE
TALLAHASSEE, FLORIDA

OF

FETTUCINI'S PIZZA, INC.

ARTICLE I - NAME

The name of this corporation is _____

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of no par value common stock, which shall be designated "Common Stock".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1605 Pennsylvania Ave. # 502, Miami Beach, Fl.

and the name of the initial registered agent of this corporation is Carlos J. Perez

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four director(s) 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 name and address(es) of the initial director(s) of this corporation is (are):

<u>Olga Fernandez</u>	<u>1605 Pennsylvania Ave. # 502</u>
	<u>Miami Beach, Fl. 33139</u>
<u>Carlos J. Perez</u>	<u>1605 Pennsylvania Ave. # 502</u>
	<u>Miami Beach, Fl. 33139</u>
<u>Douglas Arquello</u>	<u>1605 Pennsylvania Ave. # 502</u>
	<u>Miami Beach, Fl. 33139</u>
<u>Nelson Perez</u>	<u>1605 Pennsylvania Ave. # 502</u>
	<u>Miami Beach, Fl. 33139</u>

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - INCORPORATOR

The name(s) and address(es) of the person(s) signing these articles is (are):

Olga Fernandez

1605 Pennsylvania Ave. # 502
Miami Beach, Fl. 33139

Carlos J. Perez

1605 Pennsylvania Ave. # 502
Miami Beach, Fl. 33139

Douglas Arquello

1605 Pennsylvania Ave # 502
Miami Beach, Fl. 33139

Nelson Perez

1605 Pennsylvania Ave # 502
Miami Beach, Fl. 33139

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these articles of incorporation this 10th day of February, 1997.

Olga Veda Fernandez

Olga Fernandez

Douglas Arquello

Carlos J. Perez

Nelson Perez

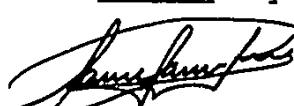
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA, NAMING AGENT UPON WHOM
SERVICE OF PROCESS MAY BE EFFECTIVE

In compliance with section 607.034 of the Florida Statutes,
the following is submitted: Fettucini's Pizza, Inc.
desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business in the City of
Miami, County of Dade, State of Florida, has named _____
Carlos J. Perez located at _____
1605 Pennsylvania Ave # 502 city of Miami Beach, County of Dade,
State of Florida 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
mentioned corporation, at the place designated in this Certificate,
I hereby agree to act in this capacity, and further agree to comply
with the provisions of all Statutes relative to the proper and
complete performance of my duties.

Dated this 10th day of February, 1997.


Resident and Registered Agent