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March 4, 1997

Department of State
Division of Corporations
The Capitol
Tallahassee, Florida 32314

500002106135--8
-03/06/97--01073--013
*****70.00 *****70.00

Re: MENENDEZ RESTAURANT DESIGN COMPANY
Articles of Incorporation
a Florida profit corporation
My file number; 96-010

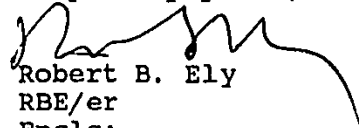
Dear Sirs:

I am enclosing the original Articles of Incorporation for the above named proposed Florida corporation. Also enclosed is my check to your order in the amount of \$ 70.00 representing payment of the following:

Filing fee	\$	35.00
Registered Agent Designation		<u>35.00</u>
	\$	70.00

Please file the enclosed Articles of Incorporation.

Very truly yours,


Robert B. Ely
RBE/er

Encls:
(97-015.704)

MAR 12

FILED
91 MAR -6 PM 1:36
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MENENDEZ RESTAURANT DESIGN COMPANY

FILED
97 MAR -6 PM 1:36
STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is MENENDEZ RESTAURANT DESIGN COMPANY.

ARTICLE II. DURATION

The corporation shall exist perpetually.

ARTICLE III. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock with \$ 1.00 par value.

ARTICLE V. PRINCIPAL OFFICE and INITIAL
REGISTERED OFFICE and REGISTERED AGENT

The street address of the principal office and the initial registered office of this corporation is: 2302 S.W. 98 Place, Miami, Florida 33165, and the name of the initial registered agent of the corporation at that address is: Alberto Menendez.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one.

The name and address of the initial director of this corporation is:

Alberto Menendez - 2302 S.W. 98 Place, Miami, Florida 33165

ARTICLE VII. INCORPORATORS

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

Alberto Menendez - 2302 S.W. 98 Place, Miami, Florida 33165

ARTICLE VIII. 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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

WRITTEN ACCEPTANCE BY REGISTERED AGENT

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Alberto Menendez

IN WITNESS WHEREOF, the undersigned as incorporator has executed the foregoing Articles of Incorporation on the _____ day of March, 1997.


Alberto Menendez

FILED
MAR - 6 PM 3:56
TALLAHASSEE
FLORIDA

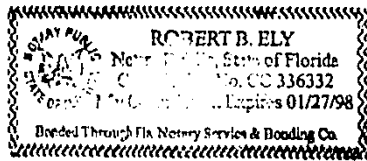
STATE OF FLORIDA:

COUNTY OF DADE :

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared ALBERTO MENENDEZ, to me well known to be the person described in the foregoing Articles of Incorporation, ~~or who produced~~ _____ ~~as identification~~, and who executed the same, ^{MS} and who acknowledged before me that he subscribed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State above named on this 4 day of March, 1997.

NOTARY PUBLIC



sign [Signature]
print Robert B. Ely
State of Florida
My Commission expires:
Personally known _____ OR
Produced identification _____
Type of Identification Produced: _____

97-015.609)