

P9700023603

LAUREL CORPORATION, INC.
 Registered Office
 890 N.W. 7 AVENUE, SUITE 16
 Address
 MIAMI, FLORIDA 33174 (305) 552-5973
 City/State/Zip Phone #
 LOCAL REPRESENTATIVE TALLAHASSEE

4100102106094-18
 03/06/97-01070-018
 Office Use Only ***122.50

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

1. NUEVO CAFE, INC.
 (Corporation Name) (Document #)
2. Translation: NEW Cafe, inc
 (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

RECEIVED
 97 MAR -6 AM 11:08
 DIVISION OF CORPORATION

11975294

Examiner's Initials	517 MAR 6 1997
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 6, 1997

LAZARUS CORPORATE INDUSTRIES, INC.
890 SW 87 AVE., STE. 16
MIAMI, FL 33174

SUBJECT: NUEVO CAFE, INC.
Ref. Number: W97000005294

We have received your document for NUEVO CAFE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 397A00011586

JORGE H. RAMOS, P.A.
ATTORNEY AT LAW

Telephone
(305) 856-0082
Facsimile
(305) 854-6810

2250 SW 3rd Avenue
5th Floor
Miami, Florida 33129

FACSIMILE TRANSMISSION

TO: Ms. Loria Poole
Division of Corporation

FAX NUMBER: 220-1440

FROM: Jorge H. Ramos

FILE: Nuevo Cafe, Inc.
(Our File:)

SUBJECT:

DATE: March 17, 1997

This transmittal consists of 1 page, including this page.

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COMMENTS:

Dear Ms. Poole:

I am aware of an existing corporation under the name of New Cafe, Inc. However, there is no similarity between the corporate names. Nuevo in Spanish means NEW not NEWS. Therefore, we are hereby requesting the name of Nuevo Cafe, Inc. For our client's Florida corporation.

We appreciate your cooperation in this matter.

If further information is required, please contact our office.


Jorge H. Ramos

This transmission is intended solely for the person to whom it is addressed. No waiver of any privilege is intended. Should you receive this transmission inadvertently or should you not receive the entire transmission please contact us at (305) 856-0082.

ARTICLES OF INCORPORATION
OF
NUEVO CAFE, INC.

FILED
97 MAR -6 PM 2:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporators of a corporation to be formed under the provisions of the laws of the State of Florida, hereby adopt the following Articles of Incorporation for such corporation, to be filed with the Secretary of State of the State of Florida:

ARTICLE I

The name of the corporation shall be NUEVO CAFE, INC. The principal place of business of this corporation shall be 2100-2106 NW 19TH Avenue, Miami, Florida 33142.

ARTICLE II

The Corporation shall have perpetual existence commencing at the filing of the Articles of Incorporation with Department of State.

ARTICLE III

The general nature of the business to be carried out by the Corporation as follows:

- 1) To carry on any and all lawful purposes not specifically prohibited or limited by Chapter 607, Florida Statutes.
- 2) To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether specified or not, either alone or in connection with other firms, corporations or individuals, either in this State or throughout the United States and elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to or connected with the business herein before described, or any part or parts thereof, if not inconsistent with the laws of the United States, this state or any other state.

ARTICLE IV

The aggregate number of shares of capital stock that the Corporation shall have the authority to issue is One Thousand (1000) shares. The shares of the corporation are not to be divided into classes, nor is the corporation authorized to issue shares in series.

ARTICLE V

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares shall all receive a ratable distribution of the assets of the corporation.

ARTICLE VI

The name and street address of the initial registered agent of the Corporation is:

Manuel Batista
2100-2106 NW 19th Avenue
Miami, Florida 33142

ARTICLE VII

The names and the post office addresses of the Directors of the first Board of Directors who, subject to the provisions of these Articles of Incorporation and the corporation laws of the State of Florida, shall hold office for the first year of the existence of the Corporation or until their successors are elected and qualified are:

Manuel Batista
2100-2106 NW 19th Avenue
Miami, Florida 33142

President and Secretary

A Board of Directors consisting of not less than One (1) nor more than seven (7) members shall be elected at the first annual meeting of stockholders and at each annual meeting thereafter. Unless otherwise prescribed by law, the entire voting power to elect Directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares of common stock with voting rights of the corporation.

ARTICLES VIII

The Corporation shall have all the powers enumerated for a corporation under the laws of the State of Florida.

ARTICLES IX

The Corporation shall indemnify and hold harmless any and all of its Directors and Officers to the full extent permitted by law.

ARTICLE X

The name and address of the incorporator is as follow:

Manuel Batista
2100-2160 NW 19th Avenue
Miami, Florida 33142

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of March, 1997.

Manuel E. Batista
MANUEL BATISTA

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named registered agent to accept service of process for NUEVO CAFE, INC., at the place designated in the Articles of Incorporation hereinabove set forth, 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 the duties of a registered agent.

Manuel E. Batista
MANUEL BATISTA

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FILED
97 MAR -6 PM 2:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA