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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 299082 7125468

AUTHORIZATION : *Patricia Pujut*

COST LIMIT : \$ 70.00

ORDER DATE : March 19, 1997

ORDER TIME : 11:14 AM

ORDER NO. : 299082-005

CUSTOMER NO: 7125468

000002112155-13

CUSTOMER: Mariana Llanso, Esq
LAW OF MARIANA LLANSO

1118 S. Florida Avenue
Suite C-2
Lakeland, FL 33803

DOMESTIC FILING

NAME: EL CARIBE RESTAURANT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

K.R. MAR 20 1997

FILED
97 MAR 19 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 MAR 19 PM 12:13
DIVISION OF CORPORATE REGISTRATION

**ARTICLES OF INCORPORATION
OF
EL CARIBE RESTAURANT, INC.**

FILED
97 MAR 19 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby execute, acknowledge, and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: El Caribe Restaurant, Inc. The street address of the initial principal office of this corporation shall be 2104 Colonial Avenue, Lakeland, Florida 33801.

ARTICLE II - DURATION

This corporation shall commence its perpetual existence upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE III - NATURE OF BUSINESS

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

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

Number of Shares	Par Value	Class of Stock
100	\$1.00	Common

All of said stock shall be payable in cash, real or personal property, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE V - REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite D-2, 1118 South Florida Avenue, Lakeland, Florida 33803 and the name of the initial registered agent of the corporation at that address is The Law Offices of Mariana V. LLanso.

ARTICLE VI - DIRECTORS

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The names and addresses of the directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

Carlos S. Guerrero
1324 Brighton Way
Lakeland, FL. 33813

Myrna E. Guerrero
1324 Brighton Way
Lakeland, FL. 33813

ARTICLE VII - OFFICERS

The board of directors shall appoint a president, a vice-president, and a secretary and such other officers as deemed appropriate, all of whom shall serve at the discretion of the board of directors. The initial officers of the corporation, who shall hold office for the first year or until their successors are duly appointed and qualified, shall be:

Carlos S. Guerrero - President
Myrna E. Guerrero - Vice-president
Roberto Ovalles - Secretary
Carlos S. Guerrero - Treasurer

ARTICLE VIII - INCORPORATOR

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

Carlos S. Guerrero
2104 Colonial Avenue
Lakeland, FL. 33801

ARTICLE IX - LIMITED LIABILITY

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law for such acts of the officer or director or former officer or director while acting in a corporate capacity.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 7th day of March, 1997.

By: Carlos S. Guerrero
Carlos S. Guerrero, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been appointed the registered agent of El Caribe Restaurant, Inc., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Sections 607.0501 and 607.0502 on the undersigned as registered agent.

Executed this 7th day of March, 1997.

The Law Offices of Mariana V. LLanso

By: M. Llanso
Mariana V. LLanso, Esquire

Date: MARCH 10, 1997

FILED
97 MAR 19 AM 10:07
STATE
TALLAHASSEE, FLORIDA