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*****70.00 *****70.00

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

RE: La Cafe', Inc.

Gentlemen:

Enclosed is an original and a copy of the Articles of Incorporation for the above referenced company and a copy of the Certificate of Domicile.

Also enclosed is our check in the amount of \$70.00 to cover the various fees. Please send an acknowledgment of receipt of these monies.

Very truly yours,



Laurence Hage

FILED
97 SEP -5 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1 J. Noeveau SEP 9 1997

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97 SEP -5 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

La Cafe, Inc.

1. NAME: The name of this corporation is: La Cafe, Inc.
2. DURATION: The period of its duration is perpetual.
3. PURPOSE: The purpose is to engage in any activities or business permitted under the laws of the United States and of Florida.
4. CAPITAL STOCK: The corporation is authorized to issue 7500 shares of \$1.00 par value common stock.
5. INITIAL REGISTERED AGENT AND OFFICE: The street address of its initial registered agent is: 2569 Countryside Blvd., Suite 8B, Clearwater, FL 34698 and the name of its initial registered agent at said address is: Laurence Hage
6. MAILING ADDRESS OF CORPORATION: The complete mailing address of the Corporation is:
La Cafe', Inc.
2569 Countryside Blvd.
Suite 8B
Clearwater, FL 34698
7. INITIAL BOARD OF DIRECTORS: This corporation shall have one director, initially, and the name and address of the initial director is: Laurence Hage at 2569 Countryside Blvd., Suite 8B, Clearwater, FL 34698.
8. INCORPORATOR: The name and address of the person signing these Articles of Incorporation is: Laurence Hage at 2569 Countryside Blvd., Suite 8B, Clearwater, FL 34698.
9. EFFECTIVE DATE: These Articles are to be effective upon receipt.

DATED:

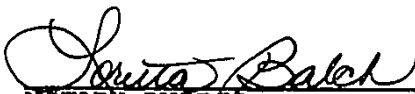
8/19/97


Laurence Hage

STATE OF FLORIDA
COUNTY OF PINELLAS

I hereby certify, that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Laurence Hage, to me personally known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last
aforesaid this 3rd day of ~~August~~^{September}, 1997.



NOTARY PUBLIC

My Commission Expires: _____

LORETTA M. BALCH
Notary Public, State of Florida
My Comm. expires 1/21/2001
No. 00614571

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.**

Laurence F. Hage

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First - That La Cafe', Inc., desiring to organize under the laws of
the State of Florida with its principle offices located, as indicated
in the Articles of Incorporation in the City of Clearwater, County of
Pinellas, State of Florida, has named Laurence Hage located at
2569 Countryside Blvd., Suite 8B, in the City of Clearwater, County
of Pinellas, State of Florida, as its agent to accept service of
process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

BY: X

(Resident Agent)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA