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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: LOLITA'S CAFE, INC.

AUDIT NUMBER.....H97000015007

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

B. McKnight SEP 11 1997

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ARTICLES OF INCORPORATION
OF
LOLITA'S CAFE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be: LOLITA'S CAFE, INC.

The principal place of business of this corporation shall be:

300 S.W. 107TH AVENUE
MIAMI, FLORIDA 33174

ARTICLE 11 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 111 CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 SHARES A PAR VALUE 1.00

ARTICLE 1V TERM OF EXISTENCE

This corporation is to exist perpetually:

PREPARED BY: ALFONSO RODRIGUEZ, C.P.A.
6780 CORAL WAY SUITE 100
MIAMI, FLORIDA 33155
305-662-1824
FAX: (305) 662-1824

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

MARIA MARIN

300 S.W. 107TH AVENUE
MIAMI, FLORIDA 33174

ARTICLE VI INCORPORATOR(S)

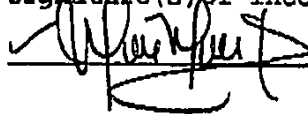
The name(s) and street address(es) of the incorporator(s) is (are).

MARIA MARIN, PRES.

300 S.W. 107TH AVENUE
MIAMI, FLORIDA 33174

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation THIS 9TH DAY OF SEPTEMBER 1997.

Signature(s) of Incorporator(s)



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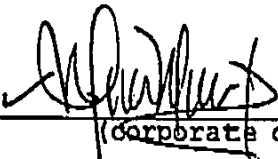
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: LOLITA'S CAFE, INC.
2. The name and address of the registered agent and office is:

MARIA MARIN

300 S.W. 107TH AVENUE
MIAMI, FLORIDA 33174

Signature: 
(corporate officer)

Title PRESIDENT.

Date 9/9/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: 

DATE 9/9/97

REGISTERED AGENT FILING FEE.

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