

P97000089112

HILDA LINARES
GREGORIO LINARES
12 N.W. FIRST STREET
MIAMI, FLORIDA 33128
(305) 539-0508

September 22, 1997

Florida Department of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

RE: NEW CORPORATION
LINARES CAFETERIA CORPORATION

900002305029--8
-09/26/97--01087--020
****122.50 ****122.50

To whom it may concern:

Enclosed please find an original and two copies of ByLaws and Articles of Incorporation regarding the above referenced. Additionally, enclosed is my check number 3756 in the sum of \$122.50 dollars. This check represents \$65.00 for filing and \$57.50 dollars for the certification of the Articles. Kindly forward same to my address shown above.

Should you have any questions or if you need additional information, please do not hesitate to contact me. Thank you for your attention in this matter.

Very truly yours,

By: Hilda Linares
Hilda Linares, President

HL:rxv
enclosures: As stated above.

FILED
97 OCT 16 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W97-22 001

mc 10/16/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 30, 1997

HILDA LINARES
12 N.W. FIRST STREET
MIAMI, FL 33128

SUBJECT: LINARES CAFETERIA CORPORATION
Ref. Number: W97000022301

We have received your document for LINARES CAFETERIA CORPORATION 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 registered agent and ~~street address~~ must be consistent wherever it appears in your document.

Please return the original and one copy of 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 (850) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 297A00048096



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 8, 1997

HILDA LINARES
12 N.W. FIRST STREET
MIAMI, FL 33128

SUBJECT: LINARES CAFETERIA CORPORATION
Ref. Number: W97000022301

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

You failed to make the correction(s) requested in our previous letter.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of 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 (850) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 297A00048096

FILED

97 OCT 16 AM 9:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION and BYLAWS
OF
LINARES CAFETERIA CORPORATION

ARTICLE I - NAME

The name of this corporation is **LINARES CAFETERIA CORPORATION**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 12 N.W. First Street, Miami, Florida 33128.

ARTICLE III - DURATION

This corporation shall be perpetual existence commencing on the date of this filing of these Articles with the Department of the State of Florida.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 share of One Dollar (\$1.00) par value common stock which shall be designed as "Common Shares".

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 12 N.W. First Street, Miami, Florida 33128.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors consisting of initial Board of Directors. The name of directors may be either increased or decreased from time to time by these Bylaws; however, there shall never be less than two (2) Directors nor more than five (5). The name and address of the initial Board of Directors of the Corporation is:

Gregorio Linares
12 N.W. First Street
Miami, Florida 33128

ARTICLE VIII - INCORPORATOR

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

Hilda Linares
12 N.W. First Street
Miami, Florida 33128

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director to the full extent permitted by law.

ARTICLE X - AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 22 day of September, 1997.


HILDA LINARES, INCORPORATOR

STATE OF FLORIDA)

SS

COUNTY OF **DADE**)

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared HILDA LINARES, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she has executed those Articles of Incorporation.

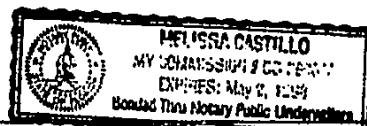
IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this

22 day of September, 1997.

Hilda Linares
HILDA LINARES

[Signature]

NOTARY SEAL



**NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE**

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: LINARES CAFETERIA CORPORATION

2. The name and address of the registered agent and office is:

HILDA LINARES

(Name)

12 N.W. FIRST STREET

(P.O. Box not acceptable)

MIAMI, FLORIDA 33128

(City/State/Zip)

FILED
97 OCT 16 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Hilda Linares

(Signature)

HILDA LINARES, AGENT

SEPTEMBER 22, 1997

(Date)