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ACCOUNT NO. : 072100000032

REFERENCE : 883226 81043A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV -1 PM 12:54

ORDER DATE : November 1, 2000

ORDER TIME : 10:32 AM

ORDER NO. : 883226-005

CUSTOMER NO: 81043A

CUSTOMER: Jack L. Weitzman, Esq
Jack L. Weitzman, Pa

9190 Sunset Drive

Miami, FL 33173

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DOMESTIC FILING

NAME: OFF THE GRILLE CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

RECEIVED
00 NOV -1 AM 11:30
DIVISION OF CORPORATIONS
J

ARTICLES OF INCORPORATION

00 NOV -1 PM 12: 54

**OF
OFF THE GRILLE CORP.**

ARTICLE I

NAME

The name of the corporation is Off the Grille Corp.

ARTICLE II

DURATION

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States or Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered office and agent of this corporation is:

- (a) Registered Agent - Jack L. Weitzman
- (b) Registered Agent Office - 9190 Sunset Drive, Miami, Florida 33173

ARTICLE VI

PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The principal office of the Corporation is 212 N.E. 3rd Street, Miami, Florida 33132.

The mailing address of the Corporation is 212 N.E. 3rd Street, Miami, Florida 33132.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have three Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial Directors of this corporation are:

Initial Directors: Javier Gordo
 7472 S.W. 163 Place
 Miami, Florida 33193

Roberto Gordo
9645 S.W. 152 Avenue, Bldg. #113
Miami, FL 33196

Ivan Rodriguez
13411 S.W. 112 Court
Miami, FL 33176

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

Jack L. Weitzman, 9190 Sunset Drive, Miami, FL 33173.

ARTICLE IX

AMENDMENT OF ARTICLES

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

ARTICLE X

PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles this 31st day of October, 2000.



JACK L. WEITZMAN

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

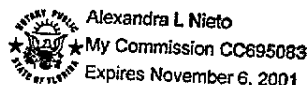
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BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JACK L. WEITZMAN, personally known to me or who presented N/A as identification, and known by me to be the person who executed the foregoing articles and who acknowledged to me that he executed the same freely and voluntarily, and who did (did not) take an oath.

WITNESS my hand and official seal this 31st day of October, 2000.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the Registered Agent for the above corporation for the purpose of accepting service of process at the registered office designated in the Articles of Incorporation, I accept such appointment and am familiar with and accept the obligations provided for in Section 607.0501 and 607.0505, Florida Statutes.

DATED this 31st day of October, 2000.


JACK L. WEITZMAN
REGISTERED AGENT