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TALLAHASSEE, FLORIDA

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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

pepin's, inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
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(4)

**ARTICLES OF INCORPORATION
OF
PEPIN'S, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE ONE
NAME**

The name of this corporation is Pepin's, INC.

**ARTICLE TWO
NATURE OF BUSINESS**

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

**ARTICLE THREE
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000.00) shares of common stock having a par value of One Dollar (\$1.00) per share. The corporation will begin business with One Thousand Shares of common stock at One Dollar (\$1.00) per share or One Thousand (\$1,000.00) Dollars.

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**ARTICLE FOUR
REGISTERED OFFICE AND AGENT**

The street address of the principal office is 531 2ND Street N.E. Naples, FL. The street address of the initial registered offices of the corporation shall be 6175 N.W. 153RD Street, Suite 221, Miami Lakes, FL 33014 and the name of the initial registered agent of the corporation at the office shall be Raul R. Lopez.

**ARTICLE FIVE
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE SIX
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two. The name and address of the persons who are to serve as the members of the initial board of directors are:

Luis Riveron
531 2ND Street N.E.
Naples, FL

Sonia Riveron
531 2nd Street N.E.
Naples, FL

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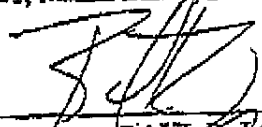
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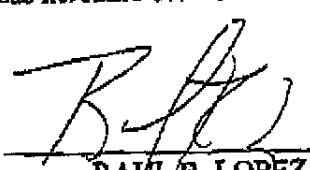
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SEVEN
INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:
Raul R. Lopez, Esquire, 6175 N.W. 153rd Street, Suite 221, Miami Lakes, FL 33014.


Incorporator: RAUL R. LOPEZ

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 21st
day of August, 2002.

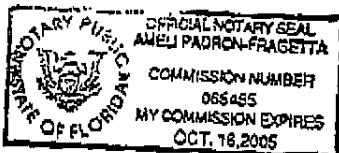

RAUL R. LOPEZ

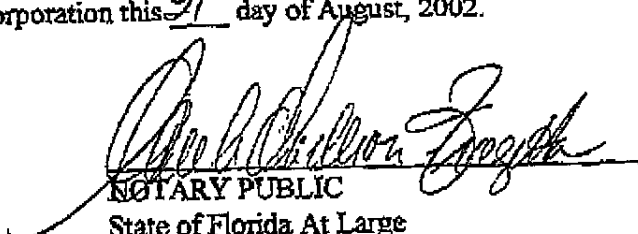
STATE OF FLORIDA:

SS:

COUNTY OF DADE :

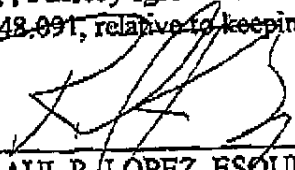
BEFORE ME, the undersigned authority, personally appeared, RAUL R. LOPEZ, Esquire,
who executed the foregoing Articles of Incorporation this 21 day of August, 2002.




NOTARY PUBLIC
State of Florida At Large

My Commission Expires:

Having been named to accept service of process for the above-stated corporation at 6175 N.W. 153rd Street, Suite 221, Miami Lakes, FL 33014, I hereby agree to act in such capacity and agree to comply with the provisions of Florida Statutes §48.091, relative to keeping open said office.


RAUL R. LOPEZ, ESQUIRE

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