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

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.  
INTERAMERICAN PRODUCE CORP.

Certificate of Status	0
Certified Copy	1
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CERTIFICATE OF INCORPORATION  
OF  
INTERAMERICAN PRODUCE CORP.

I, the undersigned, hereby make, subscribe and acknowledge this certificate for the purpose of becoming a corporation under the laws of the State of Florida.

1. The name of the corporation shall be: INTERAMERICAN PRODUCE CORP., and its existence shall be perpetual.
2. The general nature of the business to be transacted shall be the sale, preparation, and delivery of fast food and to have all other powers provided by the laws of the State of Florida.
3. The capital stock of the corporation shall consist of one hundred (100) shares, without nominal par value.
4. The amount of capital with which this corporation shall begin business in not less than one thousand (\$1,000.00) Dollars.
5. The principal office of this corporation shall be at 6446 S.W. 10 Terrace, Miami, Florida 33144.
6. The number of directors shall be at least one (1), and the names and post office addresses of the first Board of Directors and Officers are:

<u>NAME</u>	<u>OFFICE</u>	<u>POST OFFICE ADDRESS</u>
1. MARIO TORRES	President	6446 S.W. 10 TERRACE Miami, Florida 33144

7. The names and post office addresses of the subscribers to this Certificate of Incorporation, and the number of shares each agrees to take, and the consideration therefore, the proceeds of which will amount to not less than one thousand (\$1,000.00) Dollars are as follows:

<u>NAME AND ADDRESS</u>	<u>NO. OF SHARES</u>	<u>CONSIDERATION</u>
1. MARIO TORRES	100	\$1,000.00

8. MARIO TORRES, whose address is 6446 S.W. 10 TERRACE, MIAMI, Florida 33144, is hereby designated as the Registered Agent for the corporation.

IN WITNESS WHEREOF, the undersigned hereby subscribe to this

This Document prepared by:  
Daniel M. Keil, P.A.  
3165 West 4th Avenue  
Hialeah, Florida 33012  
Telephone No. (305) 883-6600  
Florida Bar No. 181663

Certificate of Incorporation at Hialeah, Florida this 27 day of March, 2003, for the uses and purposes aforesaid.

Mario Torres  
MARIO TORRES

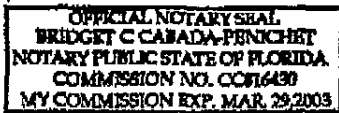
STATE OF FLORIDA )  
                          )    SS.  
COUNTY OF DADE    )

BEFORE ME, the undersigned authority, personally appeared MARIO TORRES, Subscriber(s) and person(s) described in and who executed the foregoing Certificate of Incorporation, who acknowledged before me that they did subscribe thereto, and did so for the uses and purposes therein contained.

SWORN TO and SUBSCRIBED before me at Hialeah, Dade County, Florida this the 27 day of March, 2003.

Bridget C. Cabada-Penichet  
Notary Public, State of FL.

My Commission Expires:



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CERTIFICATE OF DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 28.091, Florida Statutes, the following is submitted:

INTERAMERICAN PRODUCE CORP.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, has named MARIO TORRES, located at 6446 S.W. 10 Terrace, Miami, Florida 33144, as its Agent to accept service of process within Florida.

*Mario Torres*  
MARIO TORRES, President

DATE 3/27/03

I 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.

*Mario Torres*  
MARIO TORRES  
REGISTERED AGENT  
DATE 3/27/03

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