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TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

el megachuzo holdings, inc.

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ARTICLES OF INCORPORATION OF  
EL MEGACHUZO HOLDINGS, INC.  
A FLORIDA CORPORATION

FILED  
07 MAY 11 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms the corporation under the laws of the State of Florida, as follows:

FIRST: The name of said corporation shall be El Megachuzo Holdings, Inc., a Florida Corporation. The mailing address and the street address of the principal office of the corporation shall be: 1200 North East, Miami Gardens Drive, Unit 404, N.M.B., Florida 33179.

SECOND: El Megachuzo Holdings, Inc., a Florida Corporation, shall have a perpetual duration from the date of filing of these Articles of Incorporation.

THIRD: The sole purpose for which El Megachuzo Holdings, Inc., a Florida Corporation, is formed is:

- a) Owning and operating a food and related ancillary services as permitted by Florida law.
- b) Any other lawful purposes as permitted y Florida law.

FOURTH: The maximum number of shares of stock that this corporation is authorized to have outstanding is one hundred (100), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

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FIFTH: The corporation shall have a board of directors consisting of no less than one director. The initial board of Directors shall be:

President: Maritza Gomez

Vice-President: Felipe O. Alfaro

SIXTH: The name and mailing address of the corporation's registered agent is Oscar Grisales-Racini, P.A., whose mailing address is: 2999 N.E.191<sup>st</sup> Street, Concorde Centre II, PH-8, Aventura, Florida 33180.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 10<sup>th</sup> day of May, 2007.

Maritza Gomez A.

By: Maritza Gomez  
Incorporator

Felipe O. Alfaro  
Incorporator

830000100000

**Designation and Acceptance of Registered Agent**

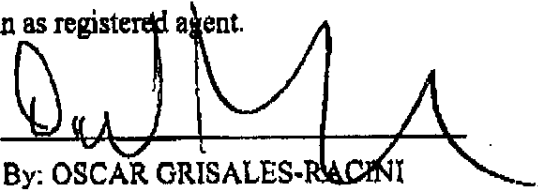
Pursuant to the provisions of Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the Corporation is: El Megachuzo Holdings, Inc., a Florida Corporation.
2. The name of the registered agent is Oscar Grisales-Racini, P.A.
3. The address of the registered agent/registered office is: 2999 N.E. 191<sup>st</sup> Street, Concorde Centre II, PH-8, Aventura, Florida 33180.

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
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**Acceptance**

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision 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.



By: OSCAR GRISALES-RACINI  
For the Firm

Date: May 10, 2007

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