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JORGE R. ORTA

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FERNANDO J. PORTUONDO  
OF COUNSEL

DATE : SEPTEMBER 20, 1999

SECRETARY OF STATE  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

300002997003--2  
-09/27/99--01023--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: DIEGO'S TAPAS RESTAURANT, No. 2, INC.

DEAR SIRs OR MADAMS:

ENCLOSED, PLEASE FIND ORIGINAL AND COPY OF THE ARTICLES OF INCORPORATION OF THE ABOVE REFERENCED CORPORATION FOR FILING, ALONG WITH OUR CHECK IN THE TOTAL AMOUNT OF \$ 78.75, COVERING THE FILING FEE (\$70.00) AND THE FEE FOR A CERTIFICATE UNDER SEAL (\$8.75).

PLEASE, PROCEED TO FILE AND RETURN A COPY OF THE FILED ARTICLES ALONG WITH THE REQUESTED CERTIFICATE, TO US. IF THERE ARE ANY FURTHER REQUIREMENT PLEASE INFORM IMMEDIATELY.

VERY TRULY YOURS,

  
JORGE R. ORTA, ESQ.

JRO/TJ  
ENCLOSURE

FILED  
1999 SEP 27 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

1999 SEP 27 PM 3:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

DIEGO'S TAPAS RESTAURANT , No. 2, INC.

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ARTICLE ONE

Name

The name of this corporation shall be:

DIEGO'S TAPAS RESTAURANT , No. 2, INC.

ARTICLE TWO

Nature of business

This corporation may engage in any activity or business permitted under the laws of the United States and the laws of the State of the Florida.

ARTICLE THREE

Term of Existence

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE FOUR

Number of Directors

This corporation shall at all times have at least one Director. The stockholders of this corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this corporation, provided that the corporation at all times have a minimum of one Director.

ARTICLE FIVE

Amendment

These articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE SIX  
Capital Stock

This corporation shall have One Thousand (100) shares of common stock, with par value of \$1.00 , each share. All said stock shall be payable in property, labor, services, or as otherwise be accepted by the Board of Directors and just valuation shall by them be applied thereof.

ARTICLE SEVEN  
Initial Office

The initial office address of this corporation in the State of Florida shall be:

65 Alhambra Plaza,  
Coral Gables, Fl. 33134

The Board of Directors may from time to time move the principal Office to any other address within the State of Florida.

ARTICLE EIGHT  
Initial Directors

The initial directors of this corporation shall be:

DIEGO LOZANO  
SAGRARIO BERRRUGUETE

ARTICLE NINE  
Subscribers

The name of each subscriber (s ) to these Articles of is/are:

<u>NAME</u>	<u>ADDRESS</u>
DIEGO LOZANO	65 Alhambra Plaza, Coral Gables, Fl. 33134

ARTICLE TEN  
Resident Agent

The name of the Resident Agent of this corporation for the purpose of service and for any other purpose for which a resident agent is required shall be:

NAME  
JORGE R. ORTA

ADDRESS  
2600 S.W. 3<sup>rd</sup>. Ave.  
Suite 800-B  
Miami, Fl. 33129

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at  
County of Miami-Dade, State of Florida, on this 20th of September, 1999.

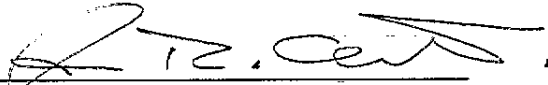


\_\_\_\_\_  
DIEGO LOZANO

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

In compliance with Section 48.091, Florida Statutes, the following is  
submitted:

That **DIEGO'S TAPAS RESTAURANT, No. 2, INC.**, 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, JORGE R. ORTA,  
2600 S.W. 3<sup>rd</sup>. Ave. #800-B, Miami, Fl. 33 129 State of Florida, as its agent to  
accept service of process in Florida.

Signature: 

JORGE R. ORTA

Title: Registered Agent

Date: 9/20/99

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 Statues relative to the proper and  
complete performance of my duties.

Signature: 

JORGE R. ORTA

Date: 9/20/99

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1999 SEP 27 PM 3: 11

FILED