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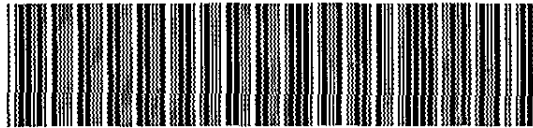
(Business Entity Name)

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SECRETARY OF STATE
CULTURE, REVENUE, & TAX

T. Lewis 2/14/04

Crepes & Company, Inc.

February 5, 2004

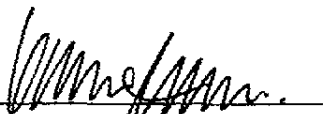
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

SUBJECT: Crepes & Company, Inc.

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation and our check in the amount of \$87.50, in payment of the Filing Fee, Designation of Registered Agent, Certified Copy and Certificate of Status.

Thank you for your assistance in this matter, we are

Very truly yours,



Gabriel E. Montoya
1155 Brickell Bay Dr. #901, Miami FL 33131
305-577-6141

ARTICLES OF INCORPORATION

OF

Crepes & Company, Inc.

ARTICLE I

The name of the corporation is **Crepes & Company, Inc.**
(hereinafter called the "Corporation").

ARTICLE II

The initial address of the principal office and the mailing address of the Corporation is
276 Alhambra Circle, Coral Gables, FI 33134

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1000	US\$1.00	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is **276 Alhambra Circle, Coral Gables, FI 33134**, and the name and address of its initial registered agent at such office is **Gabriel E. Montoya, 1155 Brickell Bay Dr. #901 Miami, FI 33131**.

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ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one (2) and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until a successor is duly elected and qualified is:

Gabriel E. Montoya
Domenico Albano

1155 Brickell Bay Dr. #901, Miami FL 33131
540 Brickell Key Dr. #1213, Miami FL 33131

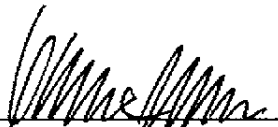
ARTICLE VII

The name of the Incorporator is **Gabriel E. Montoya**.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 5 day of February, 2004.

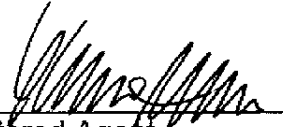


Gabriel E. Montoya
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of **Gabriel E. Montoya** hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Gabriel E. Montoya



Registered Agent

Dated: *FEB 5, 2004.*

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TALLAHASSEE, FL