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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0383

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

FOREIGN PROFIT QUALIFICATION

ARCHIE'S COLOMBIA INC.

Certificate of Status	0
Certified Copy	1
Page Count	14
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03 DEC 16 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AND
FILED

RECEIVED
03 DEC 17 AM 8:02
DIVISION OF CORPORATION

12-17-13

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. **ARCHIE'S COLOMBIA INC.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. **COLOMBIA**

(State or country under the law of which it is incorporated)

3. **NAME: ESPINOSA LOPEZ CARLOS JOSE** **ADDR**

(FEI number, if applicable)

4. **02/08/1964**

(Date of incorporation)

5. **02/21/2095**

(Duration: Year corp. will cease to exist or "perpetual")

6. **UPON QUALIFICATION**

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. **CARR 46 #79-36, BOGOTA, COLOMBIA**

(Principal office address)

50 SW 10th STREET, SUITE 812, MIAMI, FL 33130-4139

(Current mailing address)

8. **INVESTMENT IN RESTAURANTS**

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: **GABRIEL S. DIAZ-SARMIENTO, CPA**

Office Address: **1985 NW 88th COURT, SUITE 201**

MIAMI

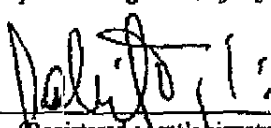
(City)

, Florida **33172-2638**

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: SAMPER KOPP ALBERTO LEOPOLDO

Address: 50 SW 10th STREET, SUITE 812, MIAMI, FL 33130-4139

Vice Chairman: _____

Address: _____

Director: MALDONADO ESCOBAR IGNACIO

Address: 50 SW 10th STREET, SUITE 812, MIAMI, FL 33130-4139

Director: TORO ORTIZ GABRIEL HERNANDO

Address: 50 SW 10th STREET, SUITE 812, MIAMI, FL 33130-4139

B. OFFICERS

President: RESTREPO CAMACHO DIANA CRITINA

Address: 50 SW 10th STREET, SUITE 812, MIAMI, FL 33130-4139

Vice President: TORO ORTIZ GABRIEL HERNANDO

Address: 50 SW 10th STREET, SUITE 812, MIAMI, FL 33130-4139

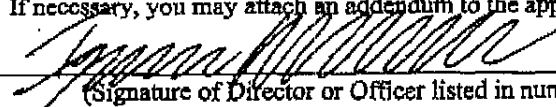
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. MALDONADO, IGNACIO - DIRECTOR

(Typed or printed name and capacity of person signing application)

03 DEC 16 14 08
SECRETARY
MALDONADO, IGNACIO

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THE FOLLOWING IS THE TRANSLATION OF AN ORIGINAL DOCUMENT WRITTEN IN THREE SHEETS OF LETTER SIZE PAPER, EACH SHEET WITH THE SEAL OF THE BOGOTA CHAMBER OF COMMERCE (CAMARA DE COMERCIO DE BOGOTA).

THERE IS AN ILLEGIBLE BAR CODE WITH THE NUMBERS BELOW IT: *01* *33893807*
CHAMBER OF COMMERCE OF BOGOTA
CHAPINERO OFFICE

NOVEMBER 12, 2003
09CP41112022003PJM0924

HOURL:08:50:29
PAGE : 001

CERTIFICATE OF EXISTENCE AND LEGAL REPRESENTACION OR FILING OF DOCUMENTS.
THE CHAMBER OF COMMERCE OF BOGOTA, AS AUTHORIZED BY THE LAWS OF
COMMERCIAL REGISTRY,

CERTIFY :

NAME: ARCHIE'S COLOMBIA S.A
N.I.T. (E.I.N) : 830019769-1
DOMICILE : BOGOTA, D.C.

CERTIFY:

DOCUMENT NUMBER: 00716871

CERTIFY:

ORGANIZATION: PUBLIC DOCUMENT NUMBER. 0577, 36TH NOTARY OF SANTA FE DE BOGOTA, ON FEBRUARY 21, 1996, AMENDED BY E.P. NUMBER 1,893 OF MAY 23, 1996 OF THE SAME NOTARY, FILED ON JULY 12, 1996, UNDER NUMBER 545554, VOLUME IX, THE COMPANY PIÑESCO LTDA. WAS ORGANIZED.

AMENDMENT TO ORGANIZATION :

THAT BY PUBLIC DOCUMENT NUMBER 5854, ISSUED BY THE 06TH NOTARY OF BOGOTA ON DECEMBER 3, 2002, AMENDED THE PUBLIC RECORD NUMBER 3702 DATED AUGUST 12, 2002 OF THE 6TH NOTARY OF BOGOTA, AMENDMENT TO RECORD THE CERTIFICATE OF EXISTENCE AND LEGAL REPRESENTATION OF THE REFERENCED COMPANY.

CERTIFY:

THAT BY PUBLIC DOCUMENT NUMBER 2880 DATED ON DECEMBER 29, 1999 OF THE 35TH NOTARY OF SANTIAGO DE BOGOTA, D.C., FILED ON JANUARY 3, 2000, UNDER THE NUMBER 710660, VOLUME IX, THE REFERENCED CORPORATION ACQUIRES BY FUSION THE CORPORATION CREM HELADO LTDA., WHICH IS DISOLVED WITHOUT BEING LIQUIDATED.

CERTIFY:

THAT BY PUBLIC DOCUMENT NUMBER 3702 OF THE 06TH NOTARY OF BOGOTA, D.C., DATED ON AUGUST 12, 2002, FILED ON OCTOBER 17, 2002 UNDER NUMBER 849012 OF VOLUME IX, THE REFERENCED COMPANY CHANGES ITS NAME FROM PIÑESCO LTDA TO ARCHIE'S COLOMBIA S.A.

CERTIFY:

THAT BY PUBLIC DOCUMENT NUMBER 3702 OF THE 06TH NOTARY OF BOGOTA, D.C., DATED ON AUGUST 12, 2002, FILED ON OCTOBER 17, 2002 UNDER NUMBER 849012 OF VOLUME IX, THE REFERENCED COMPANY CHANGED FROM BEING A LIMITED PARTNERSHIP INTO A CORPORATION NAMED ARCHIE'S COLOMBIA S.A

CERTIFY:

REFORMS PUBLIC DOCUMENTS NO	DATE	NOTARY	CITY	RECORD	DATE
0001867	04/29/2002	00006	BOGOTA D.C.	00828412	05/24/02
0005854	12/03/2002	00006	BOGOTA D.C.	00860317	12/30/02
0003798	09/02/1997	00036	BOGOTA D.C.	00607280	10/22/97
0003160	09/16/1998	00045	BOGOTA D.C.	00651188	09/29/98
0001909	08/18/2000	00048	BOGOTA D.C.	00742305	08/25/00
0003702	08/12/2002	00006	BOGOTA D.C.	00849012	10/17/02

CERTIFY:

DURATION: THAT THE CORPORATION IS NOT DISOLVED. DURATION UNTIL FEBRUARY 21, 2095.

03 DEC 16 AM 8:19
SECRETARY OF STATE
FALL ARIZONA 2002

CERTIFY:

BUSINESS PURPOSE: THE CORPORATION WILL HAVE AS ITS BUSINESS PURPOSE THE FOLLOWING ACTIVITIES: THE CREATION, ASSEMBLY ORGANIZATION, AND MANAGEMENT OF RESTAURANTS, CAFETERIAS, AND OTHER BUSINESS ESTABLISHMENTS IN THE AREA OF FOOD AND BEVERAGE SALES. AS SUCH IT WILL BE ABLE TO ACQUIRE UNDER ANY TITLE RAW MATERIALS, PRODUCTS, EQUIPMENT AND MACHINERY FROM NATIONAL AND FOREIGN SOURCES, AND IN GENERAL ALL TYPES OF PERSONAL AND REAL PROPERTY AS REQUIRED FOR ITS INSTALLATIONS, AS WELL AS TO ORGANIZE AND SELL ITS PRODUCTS, BE IT DONE DIRECTLY OR BY OTHER PERSONS OR ORGANIZATIONS AS WELL AS TO SIGN ANY CONTRACTS AS NECESSARY. IN THE SAME MANNER, THE CORPORATION WILL BE ABLE TO DO BUSINESS WITH FRANCHISES, TRADEMARKS, AND IN GENERAL, ALL TYPES OF INDUSTRIAL PROPERTY. IN THE DEVELOPMENT OF THIS BUSINESS PURPOSE WILL BE ABLE TO CARRYOUT AND EXECUTE ALL TYPES OF CONTRACTS THAT WILL PERMIT OR FACILITATE AND THE ONES THAT HEAR WITH THE PURPOSE OF EXERCISING THE RIGHTS AND OBLIGATIONS THAT MAY ARISE WHILE ITS EXECUTION. THEREFORE FOR THE DEVELOPMENT OF THE BUSINESS PURPOSE THE CORPORATION WILL BE ABLE TO: A. CREATE OTHER CORPORATIONS THAT MAY OR MAY NOT BE SUBSIDIARIES OR SISTER CORPORATIONS, OR MERGE WITH OTHER ALREADY EXISTING CORPORATIONS, SUBSCRIBE, BUY AND SELL SHARES OR PORTIONS OF COMPANIES OR CORPORATIONS OF SIMILAR OR COMPLIMENTARY BUSINESS PURPOSE AS THE CORPORATION'S. B. OPEN BANK ACCOUNTS, CONTRACT MUTUALS WITH OR WITHOUT INTEREST, GIVE OR RECEIVE IN RENTAL ALL KINDS OF PERSONAL AND REAL PROPERTY, TO PURCHASE AND SELL ALL KINDS OF VEHICLES, PERSONAL AND REAL PROPERTY, MAKE ALL KINDS OF INVESTMENTS IN TITLES ACCORDING TO THE LAW, TO EXECUTE ALL TYPES OF ACTS OR CONTRACTS DIRECTLY RELATED TO THE PRODUCTION, PROCESSING DISTRIBUTION AND SALE OF FOOD PRODUCTS WITHIN AND OUTSIDE THE COUNTRY, TO HIRE ALL TYPES OF EMPLOYEES, AND C. IN GENERAL, WILL BE ABLE TO SIGN ADMINISTRATIVE CONTRACTS, BUSINESS AND LABOR OF ANY TYPE AS RELATED TO THE BUSINESS PURPOSE.

CERTIFY:

CAPITAL:

** AUTHORIZED CAPITAL **

VALUE : COL \$500,000,000.00

NUMBER OF SHARES : 100,000.00

VALUE PER SHARE : COL \$5,000.00

** SUBSCRIBED CAPITAL **

VALUE : COL \$250,000,000.00

NUMBER OF SHARES : 50,000.00

VALUE PER SHARE : COL \$5,000.00

** PAID CAPITAL **

VALUE : COL \$250,000,000.00

NUMBER OF SHARES : 50,000.00

VALUE PER SHARE : COL \$5,000.00

CERTIFY:

** BOARD OF DIRECTORS: PRINCIPALS **

THAT BY MINUTES NUMBER 0000021 OF THE STOCKHOLDER'S ASSEMBLY ON JULY 29, 2002, FILED ON OCTOBER 17, 2002, UNDER NUMBER 00849011 OF BOOK IX, WAS (WERE) NAMED:

NAME

IDENTIFICATION

03 DEC 16 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

THERE IS AN ILLEGIBLE BAR CODE WITH THE NUMBERS BELOW IT: *01* *33893807*
CHAMBER OF COMMERCE OF BOGOTA
CHAPINERO OFFICE

NOVEMBER 12, 2003 HOUR:08:50:29
09CP41112022003PJM0924 PAGE : 002

FIRST LINE	
SAMPER KOPP ALBERTO LEOPOLDO	C.C. 00019079298
SECOND LINE	
MALDONADO ESCOBAR IGNACIO	C.C. 00079782859
THIRD LINE	
TORO ORTIZ GABRIEL HERNANDO	C.C. 00019140528
FOURTH LINE	
ESCOBAR CEBALLOS JAIME	C.C. 00019154302
FIFTH LINE	
RESTREPO CAMACHO DIANA CRISITNA	C.C. 00052411010

**** BOARD OF DIRECTORS: ALTERNATE(S) *****

THAT BY THE MINUTES NUMBER 0000021 OF THE SHAREHOLDER'S ASSEMBLY OF JULY 29, 2002, FILED ON OCTOBER 17, 2002 UNDER THE NUMBER 00849011 OF VOLUME IX, WERE NAMED:

NAME	IDENTIFICATION
FIRST LINE	
MALDONADO RODRIGUEZ VICTOR BENJAMIN	C.C. 00017139408
SECOND LINE	
ESPINOSA GUTIERREZ CAMILO	C.C. 00079782947
THIRD LINE	
ESCOBAR RAAD NICOLAS	C.C. 00080422428
FOURTH LINE	
ESCOBAR RAAD MARANA	C.C. 00052385749
FIFTH LINE	
BARAYA MARA DEL PILAR MALDONADO DE	C.C. 00041430634

CERTIFY:

LEGAL REPRESENTATION: THE LEGAL REPRESENTATIVE IS : THE MANAGER

CERTIFY:

**** APPOINTMENTS ****

THAT BY MINUTES NUMBER 0000015 OF THE BOARD OF DIRECTORS ON AUGUST 22, 2001, FILED ON AUGUST 31, 2001 UNDER THE NUMBER 00792117 OF VOLUME IX, WAS (WERE) APPOINTED:

NAME	IDENTIFICATION
MANAGER	
RESTREPO CAMACHO DIANA CRISTINA	C.C. 00052411010

THAT BY MINUTES NUMBER 0000021 OF THE BOARD OF DIRECTORS OF JULY 29, 2002, FILED ON OCTOBER 17, 2002 UNDER THE NUMBER 00849011 OF VOLUME IX, WAS (WERE) APPOINTED:

NAME	IDENTIFICATION
FIRST ALTERNATE TO THE MANAGER	
TORO ORTIZ GABRIEL HERNANDO	C.C. 000191140528
SECOND ALTERNATE TO THE MANAGER	
ESCOBAR CEBALLOS JAIME	C.C. 00019154302

CERTIFY:

POWERS OF THE LEGAL REPRESENTATIVE: THE CORPORATION WILL HAVE A MANAGER THAT WILL BE ITS LEGAL REPRESENTATIVE ACCORDING TO THE LEGAL AND STATUTORY NORMS. THE ONLY LIMITATIONS THAT WILL APPLY TO FUNCTIONS OF THE MANAGER ARE THOSE ESTABLISHED IN ARTICLE 20 OF ITS BYLAWS. THE BOARD OF DIRECTORS

SECRETARY OF THE CHAMBER OF COMMERCE OF BOGOTA
TALLAHASSEE, FLORIDA
03 DEC 16 AM 8:45
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WILL : AUTHORIZE THE MANAGER TO ENTER INTO CONTRACTS IN REPRESENTATION OF THE CORPORATION AND IN GENERAL TO ENCUMBER THE CORPORATION IN INDIVIDUAL OR AGGREGATE AMOUNTS OF OPERATIONS OT THE SAME TYPE OR WITH THE SAME THIRD PARTY IN COLOMBIAN PESOS GREATER THAN THE EQUIVALENT OF FOUR HUNDRED (400) MINIMUM MONTHLY LEGAL SALARIES ON THE DAY THAT THE OPERATION IS REALIZAED.

CERTIFY:
** AUDITOR **

THAT BY THE MINUTES NUMBER 000016 OF THE SHAREHOLDER'S MEETING HELD ON OCTOBER 1, 2002, FILED OCTOBER 4, 2001 UNDER NUMBER 007969231 OF BOOK IX, WAS (WERE) NAMED:

NAME	IDENTIFICATION
PRINCIPAL AUDITOR - CORPORATION	
ROMERO MORA Y ASOCIADOS REVISORES FISCALES	N.I.T. 08000593112
EXTERNAL AUDITORS CIA LTDA RMR	

THAT BY THE PRIVATE DOCUMENT OF THE AUDITOR DATED OCTOBER 1, 2001, FILED OCTOBER 4, 2001 UNDER THE NUMBER 00796926 OF BOOK IX, WAS (WERE) NAMED:

NAME	IDENTIFICATION
PRINCIPAL AUDITOR	
AHUMEDO SIERRA ARIEL	C.C. 00019301553

THAT BY THE PRIVATE DOCUMENT OF THE AUDITOR DATED SEPTEMBER 15, 2003, FILED ON SEPTEMBER 24, 2003 UNDER THE NUMBER 00899180 OF BOOK IX, WAS (WERE) NAMED:

NAME	IDENTIFICATION
ALTERNATE AUDITOR	
BARRERA GANTIVA HIDELBRANDO	C.C. 00019482875

CERTIFY::

THE REGISTERED ADDRESS IS: CRA 46 #79-36
MUNICIPALITY: BOGOTA, D.C.
BUSINESS ADDRESS: CRA 46 #79-36
MUNICIPALITY: BOGOTA, D.C.

CERTIFY:

THAT THE CORPORATION HAS REGISTERED THE FOLLOWING DBA'S:

NAME: ARCHIES
DOCUMENT NUMBER: 00575750
DOCUMENT RENEWAL DATE: APRIL 7, 2003
LAST YEAR RENEWED 2003

NAME: ARCHIES CALLE 71
DOCUMENT NUMBER: 00801342
DOCUMENT RENEWAL DATE: APRIL 7, 2003
LAST YEAR RENEWED 2003

NAME: ARCHIE S CALLE 93
DOCUMENT NUMBER: 00836122
DOCUMENT RENEWAL DATE: APRIL 7, 2003
LAST YEAR RENEWED 2003

03 DEC 16 AM 8:19
SECRETARY OF THE
TALLAHASSEE COUNTY
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THERE IS AN ILLEGIBLE BAR CODE WITH THE NUMBERS BELOW IT: *01* *33893807*
CHAMBER OF COMMERCE OF BOGOTA
CHAPINERO OFFICE

NOVEMBER 12, 2003 HOUR:08:50:30
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NAME: ARCHIES EXPRESS
REGISTRATION NUMBER: 000879681
REGISTRATION RENEWAL: APRIL 7, 2003
LAST YEAR RENEWED: 2003
NAME: ARCHIES USAQUEN
DOCUMENT NUMBER: 00970250
DOCUMENT RENEWAL DATE: APRIL 7, 2003
LAST YEAR RENEWED 2003

NAME: PRET PIZZA & FOCACCIA CALLE 85
DOCUMENT NUMBER: 00378974
DOCUMENT RENEWAL DATE: APRIL 7, 2003
LAST YEAR RENEWED 2003

NAME: ARCHIES CHICO
DOCUMENT NUMBER: 01034360
DOCUMENT RENEWAL DATE: APRIL 7, 2003
LAST YEAR RENEWED 2003

NAME: ARCHIES PEPE SIERRA
DOCUMENT NUMBER: 01055649
DOCUMENT RENEWAL DATE: APRIL 7, 2003
LAST YEAR RENEWED 2003

NAME: ARCHIES CEDRITOS
DOCUMENT NUMBER: 01220177
DOCUMENT RENEWAL DATE: APRIL 7, 2003
LAST YEAR RENEWED 2003

NAME: ARCHIES CENTRO CHIA
DOCUMENT NUMBER: 01222333
DOCUMENT RENEWAL DATE: APRIL 7, 2003
LAST YEAR RENEWED 2003

NAME: ARCHIE S SALITRE
DOCUMENT NUMBER: 01252633
DOCUMENT RENEWAL DATE: APRIL 7, 2003
LAST YEAR RENEWED 2003

CERTIFY:

THAT THERE ARE NO PREVIOUS RECORDINGS TO THE DATE OF THIS CERTIFICATE, THAT
MODIFY PARTIALLY OR IN TOTAL ITS CONTENTS.
ACCORDING TO THE CONCEPT BY THE SUPERINTENDENCE OF INDUSTRY AND BUSINESS,
THE RECORDED ACTS HEREBY CERTIFIED ARE PUBLIC RECORD FIVE (5) WORKING DAYS
AFTER THE DATE OF PUBLICATION IN THE RECORDS BULLETIN OF THE CORRESPONDING
DISTRICT, AS LONG AS IT IS NOT THE OBJECT OF GOVERNMENT RECOURSES.

THE SECRETARY OF THE CHAMBER OF COMMERCE,

AND
FILED
03 DEC 16 AM 8:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FEES: COL\$2,300.00

IN ACCORDANCE TO THE DECREE 2150 OF 1995 AND THE AUTHORIZATION GRANTED BY THE SUPERINTENDENCE OF INDUSTRY AND COMMERCE BY ITS NOTICE OF NOVEMBER 18, 1996, THE SIGNATURE THAT APPEARS BELOW IS COMPLETELY VALID FOR ALL LEGAL EFFECTS.

ILLEGIBLE SIGNATURE.

UNDER OATH, I ATTEST THAT THE ABOVE DOCUMENT HAS BEEN TRANSLATED BY ME, GABRIEL S. DIAZ-SARMIENTO, AND IS A FAITHFUL TRANSLATION FROM THE ORIGINAL DOCUMENT, TO THE BEST OF MY ABILITY ON THIS THE 16th DAY OF DECEMBER, 2003.

[Handwritten Signature]

GABRIEL S. DIAZ-SARMIENTO
1985 NW 88TH COURT, SUITE 201
MIAMI, FL 33172
TEL: (305) 594-9759

SUBSCRIBED AND SWORN BEFORE ME
THIS 16 DAY OF 12-03
BY GABRIEL DIAZ-SARMIENTO
PRODUCED A CURRENT ED-2065-297-46-413-0
AS IDENTIFICATION.



Maria C. Commore
MY COMMISSION # DD286227 EXPIRES
Apr 23, 2007
BONDED THRU TROY PAIR INSURANCE, INC

03 DEC 16 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AND
FILED



01

CAMARA DE COMERCIO DE BOGOTÁ

SEDE CHAPINERO

12 DE NOVIEMBRE DE 2003

HORA 08:50:29

09CP4111202203PJM0924

HOJA : 001

* * * * *

CERTIFICADO DE EXISTENCIA Y REPRESENTACION LEGAL O INSCRIPCION DE DOCUMENTOS.

LA CAMARA DE COMERCIO DE BOGOTA, CON FUNDAMENTO EN LAS MATRICULAS E INSCRIPCIONES DEL REGISTRO MERCANTIL,

CERTIFICA :

NOMBRE : ARCHIE'S COLOMBIA S.A.

N.I.T. : 830019769-1

DOMICILIO : BOGOTA D.C.

CERTIFICA :

MATRICULA NO. 00716871

CERTIFICA :

CONSTITUCION: ESCRITURA PUBLICA NO. 0577 NOTARIA 36 DE SANTAFE DE BOGOTA DEL 21 DE FEBRERO DE 1.996, ACLARADA POR E.P. NO.1.893 DEL 23 DE MAYO DE 1.996 DE LA MISMA NOTARIA, INSCRITAS EL 12 DE JULIO DE 1.996 BAJO EL NO. 545554 DEL LIBRO IX, SE CONSTITUYO LA SOCIEDAD COMERCIAL DENOMINADA PIÑESCO LTDA.

*** ACLARACION DE CONSTITUCION ***

ESCRITURA PUBLICA NO. 5854 DE LA NOTARIA NO. 06 DE BOGOTA, DEL 03 DE DICIEMBRE DE 2002, ACLARO LA ESCRITURA PUBLICA NO. 3702 DEL 12 DE AGOSTO DE 2002 DE LA NOTARIA 6 DE BOGOTA, ACLARACION MEDIANTE LA CUAL SE PROTOCOLIZA EL CERTIFICADO DE EXISTENCIA Y REPRESENTACION LEGAL DE LA SOCIEDAD DE LA REFERENCIA.

CERTIFICA :

QUE POR ESCRITURA PUBLICA NO. 3702 DE LA NOTARIA 06 DE BOGOTA D.C., DEL 12 DE AGOSTO DE 2002, INSCRITA EL 17 DE OCTUBRE DE 2002 BAJO EL NUMERO 849012 DEL LIBRO IX, LA SOCIEDAD DE LA REFERENCIA CAMBIO SU NOMBRE DE : PIÑESCO LTDA, POR EL DE: ARCHIE'S COLOMBIA S.A.

CERTIFICA :

QUE POR ESCRITURA PUBLICA NO. 3702 DE LA NOTARIA 06 DE BOGOTA D.C., DEL 12 DE AGOSTO DE 2002, INSCRITA EL 17 DE OCTUBRE DE 2002 BAJO EL NUMERO 849012 DEL LIBRO IX, LA SOCIEDAD DE LA REFERENCIA SE TRANSFORMO DE SOCIEDAD LIMITADA A ANONIMA BAJO EL NOMBRE DE: ARCHIE'S COLOMBIA S.A.

CERTIFICA :

REFORMAS:

ESCRITURA	FECHA	NOTARIA	CIUDAD	INSCRIPCION	FECHA
0001867	2002/04/29	00006	BOGOTA D.C.	00828412	2002/05/24
0005854	2002/12/03	00006	BOGOTA D.C.	00860317	2002/12/30
0003798	1997/09/02	00036	BOGOTA D.C.	00607280	1997/10/22
0003160	1998/09/16	00045	BOGOTA D.C.	00651188	1998/09/29
0001909	2000/08/18	00048	BOGOTA D.C.	00742305	2000/08/25
0003702	2002/08/12	00006	BOGOTA D.C.	00849012	2002/10/17

CERTIFICA :

VIGENCIA: QUE LA SOCIEDAD NO SE HALLA DISUELTA. DURACION HASTA EL 21 DE FEBRERO DE 2095 .

CERTIFICA :

OBJETO SOCIAL: LA SOCIEDAD TENDRA POR OBJETO SOCIAL EL DESARROLLO DE LAS SIGUIENTES ACTIVIDADES: LA EXPLOTACION DEL NEGOCIO COMERCIAL DE CREACION MONTAJE, ORGANIZACION, DIRECCION Y ADMINISTRACION DE RESTAURANTES, CAFETERIAS Y EN GENERAL ESTABLECIMIENTOS DE COMERCIO EN EL RAMO DE VENTA DE COMESTIBLES Y BEBIDAS. EN TAL VIRTUD, PODRA ADQUIRIR A CUALQUIER TITULO MATERIAS PRIMAS, PRODUCTOS, EQUIPOS Y MAQUINAS DE PROCEDENCIA NACIONAL O EXTRANJERA, Y EN GENERAL, TODA CLASE DE BIENES MUEBLES O INMUEBLES QUE REQUIERA PARA SUS INSTALACIONES, ASI COMO ORGANIZAR LA VENTA Y DISTRIBUCION DE SUS PRODUCTOS, YA SEA DIRECTAMENTE O POR MEDIO DE OTRAS PERSONAS O SOCIEDADES AL IGUAL QUE SUSCRIBIR LOS CONTRATOS A QUE HUBIESE LUGAR. DE IGUAL MANERA LA SOCIEDAD PODRA EXPLOTAR FRANQUICIAS, MARCAS DE PRODUCTOS Y, EN GENERAL, TODO TIPO DE PROPIEDAD INDUSTRIAL. EN DESARROLLO DE ESTE OBJETO LA SOCIEDAD PODRA CELEBRAR Y EJECUTAR TODO TIPO DE CONTRATOS QUE LO PERMITAN O FACILITEN, Y LOS QUE TENGAN OIR OBJETO EL EJERCICIO DE LOS DERECHOS Y EL CUMPLIMIENTO DE LAS OBLIGACIONES QUE SURJAN EN SU EJECUCION. EN CONSECUENCIA PARA EL DESARROLLO DE SU OBJETO SOCIAL LA COMPAÑIA PODRA: A. CONCURRIR A LA CONSTITUCION DE OTRAS SOCIEDADES, CON O SON CARACTER DE FILIALES O SUBSIDIARIAS, O VINCULARSE A SOCIEDADES YA CONSTITUIDAS, SUSCRIBIR O ADQUIRIR ACCIONES, CUOTAS DE CAPITAL O PARTES DE INTERES SOCIAL EN ELLAS, SIEMPRE QUE TENGAN ACTIVIDADES SIMILARES O CONEXAS A LAS MENCIONADAS EN ESTE ARTICULO, B. ABRIR CUENTAS BANCARIAS, CONTRATAR MUTUOS CON O SIN INTERESES, ENDOSAR Y CANCELAR TODA CLASE DE TITULOS VALORES, DAR O TOMAR EN ARRENDAMIENTO TODA CLASE DE BIENES MUEBLES E INMUEBLES, COMPRAR Y VENDER TODA CLASE DE VEHICULOS, BIENES MUEBLES E INMUEBLES, HACER INVERSIONES EN TODA CASE DE TITULOS DE ACUERDO CON LA LEY, EJECUTAR TODA CASE DE ACTOS O CONTRATOS DIRECTAMENTE RELACIONADOS CON LA PRODUCCION, PROCESAMIENTO, DISTRIBUCION Y COMERCIALIZACION DE PRODUCTOS ALIMENTICIOS DENTRO Y FUERA DEL PAIS, CONTRATAR TODA CLASE DE EMPLEADOS, Y C. EN GENERAL, LA SOCIEDAD PODRA SUSCRIBIR CONTRATOS ADMINISTRATIVOS, COMERCIALES Y LABORALES DE CUALQUIER INDOLE RELACIONADOS CON EL DESARROLLO DE SU OBJETO SOCIAL.

CERTIFICA :

CAPITAL:

** CAPITAL AUTORIZADO **

VALOR :\$500,000,000.00
 NO. DE ACCIONES:100,000.00
 VALOR NOMINAL :\$5,000.00

** CAPITAL SUSCRITO **

VALOR :\$250,000,000.00
 NO. DE ACCIONES:50,000.00
 VALOR NOMINAL :\$5,000.00

** CAPITAL PAGADO **

VALOR :\$250,000,000.00
 NO. DE ACCIONES:50,000.00
 VALOR NOMINAL :\$5,000.00

CERTIFICA :

** JUNTA DIRECTIVA: PRINCIPAL(ES) **

QUE POR ACTA NO. 0000021 DE JUNTA DE SOCIOS DEL 29 DE JULIO DE 2002 , INSCRITA EL 17 DE OCTUBRE DE 2002 BAJO EL NUMERO 00849011 DEL LIBRO IX , FUE(RON) NOMBRADO(S):

NOMBRE

IDENTIFICACION

03 DEC 16 AM 8:46
 SECRETARY
 TALLAHASSEE FLORIDA
 FILED



01

CAMARA DE COMERCIO DE BOGOTA

SEDE CHAPINERO

12 DE NOVIEMBRE DE 2003

HORA 08:50:29

09CP4111202203PJM0924

HOJA : 002

* * * * *

PRIMER RENGLON	
SAMPER KOPP ALBERTO LEOPOLDO	C.C.00019079298
SEGUNDO RENGLON	
MALDONADO ESCOBAR IGNACIO	C.C.00079782859
TERCER RENGLON	
TORO ORTIZ GABRIEL HERNANDO	C.C.00019140528
CUARTO RENGLON	
ESCOBAR CEBALLOS JAIME	C.C.00019154302
QUINTO RENGLON	
RESTREPO CAMACHO DIANA CRISTINA	C.C.00052411010

** JUNTA DIRECTIVA: SUPLENTE(S) **

QUE POR ACTA NO. 0000021 DE JUNTA DE SOCIOS DEL 29 DE JULIO DE 2002 , INSCRITA EL 17 DE OCTUBRE DE 2002 BAJO EL NUMERO 00849011 DEL LIBRO IX , FUE(ON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
PRIMER RENGLON	
MALDONADO RODRIGUEZ VICTOR BENJAMIN	C.C.00017139408
SEGUNDO RENGLON	
ESPINOSA GUTIERREZ CAMILO	C.C.00079782847
TERCER RENGLON	
ESCOBAR RAAD NICOLAS	C.C.00080422428
CUARTO RENGLON	
ESCOBAR RAAD MARIANA	C.C.00052385749
QUINTO RENGLON	
BARAYA MARIA DEL PILAR MALDONADO DE	C.C.00041430634

CERTIFICA :

REPRESENTANTE LEGAL: EL GERENTE DE LA SOCIEDAD CON SUS SUPLENTE(S).

CERTIFICA :

** NOMBRAMIENTOS : **

QUE POR ACTA NO. 0000015 DE JUNTA DE SOCIOS DEL 22 DE AGOSTO DE 2001 , INSCRITA EL 31 DE AGOSTO DE 2001 BAJO EL NUMERO 00792117 DEL LIBRO IX , FUE(ON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
GERENTE	
RESTREPO CAMACHO DIANA CRISTINA	C.C.00052411010

QUE POR ACTA NO. 0000021 DE JUNTA DE SOCIOS DEL 29 DE JULIO DE 2002 , INSCRITA EL 17 DE OCTUBRE DE 2002 BAJO EL NUMERO 00849011 DEL LIBRO IX , FUE(ON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
PRIMER SUPLENTE DEL GERENTE	
TORO ORTIZ GABRIEL HERNANDO	C.C.00019140528
SEGUNDO SUPLENTE DEL GERENTE	
ESCOBAR CEBALLOS JAIME	C.C.00019154302

CERTIFICA :

FACULTADES DEL REPRESENTANTE LEGAL: EL GERENTE SERA EL

- REPRESENTANTE LEGAL DE LA SOCIEDAD Y EL EJECUTOR INMEDIATO DE TODOS LOS ACTOS Y OPERACIONES SOCIALES, SEGUN LAS NORMAS LEGALES Y ESTATUTARIAS. LAS UNICAS LIMITACIONES QUE SE APLICARA A LAS FUNCIONES DEL GERENTE SERAN AQUELLAS CONTENIDAS EN EL ARTICULO 20 DE ESTOS ESTATUTOS. CORRESPONDE A LA JUNTA DIRECTIVA : AUTORIZAR AL GERENTE PARA SUSCRIBIR CONTRATOS EN REPRESENTACION DE LA SOCIEDAD Y EN GENERAL PARA OBLIGAR A ESTA CUANDO SU CUANTIA INDIVIDUAL O CONJUNTAMENTE CONSIDERADA CON OTRAS OPERACIONES DE LA MISMA INDOLE Y/O CON LOS MISMOS TERCEROS, SEA SUPERIOR AL EQUIVALENTE EN PESOS COLOMBIANOS DE CUATROCIENTOS (400) SALARIOS MINIMOS LEGALES MENSUALES, LIQUIDADOS DE ACUERDO A LA SALARIO MINIMO LEGALES MENSUAL VIGENTE DEL DIA EN QUE SE REALICE LA OPERACION.

CERTIFICA :

** REVISOR FISCAL: **

QUE POR ACTA NO. 0000016 DE JUNTA DE SOCIOS DEL 1 DE OCTUBRE DE 2001 , INSCRITA EL 4 DE OCTUBRE DE 2001 BAJO EL NUMERO 00796923 DEL LIBRO IX , FUE(ON) NOMBRADO(S):

NOMBRE

IDENTIFICACION

REVISOR FISCAL - PERSONA JURIDICA

ROMERO MORA Y ASOCIADOS REVISORES FISCALES N.I.T.08000593112
AUDITORES EXTERNOS CIA LTDA R M R

QUE POR DOCUMENTO PRIVADO DE REVISOR FISCAL DEL 1 DE OCTUBRE DE 2001 , INSCRITA EL 4 DE OCTUBRE DE 2001 BAJO EL NUMERO 00796926 DEL LIBRO IX , FUE(ON) NOMBRADO(S):

NOMBRE

IDENTIFICACION

REVISOR FISCAL PRINCIPAL

AHUMEDO SIERRA ARIEL

C.C.00019301553

QUE POR DOCUMENTO PRIVADO DE REVISOR FISCAL DEL 15 DE SEPTIEMBRE DE 2003 , INSCRITA EL 24 DE SEPTIEMBRE DE 2003 BAJO EL NUMERO 00899180 DEL LIBRO IX , FUE(ON) NOMBRADO(S):

NOMBRE

IDENTIFICACION

REVISOR FISCAL SUPLENTE

BARRERA GANTIVA HIDELEBRANDO

C.C.00019482875

CERTIFICA :

DIRECCION DE NOTIFICACION JUDICIAL : CRA 46 NO. 79-36

MUNICIPIO : BOGOTA D.C.

DIRECCION COMERCIAL : CRA 46 NO. 79-36

MUNICIPIO : BOGOTA D.C.

CERTIFICA :

QUE LA SOCIEDAD TIENE MATRICULADOS LOS ESTABLECIMIENTOS :

NOMBRE : ARCHIES

MATRICULA NO. 00575750

RENOVACION DE LA MATRICULA : EL 7 DE ABRIL DE 2003

ULTIMO AÑO RENOVADO : 2003

NOMBRE : ARCHIES CALLE 71

MATRICULA NO. 00801342

RENOVACION DE LA MATRICULA : EL 7 DE ABRIL DE 2003

ULTIMO AÑO RENOVADO : 2003

NOMBRE : ARCHIE S CALLE 93

MATRICULA NO. 00836122

RENOVACION DE LA MATRICULA : EL 7 DE ABRIL DE 2003

ULTIMO AÑO RENOVADO : 2003

03 DEC 16 AM 8:49
SECRETARÍA OF STATE
TALLAHASSEE, FLORIDA
SIGNED
FILED

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CAMARA DE COMERCIO DE BOGOTA

SEDE CHAPINERO

12 DE NOVIEMBRE DE 2003

HORA 08:50:30

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HOJA : 003

* * * * *

NOMBRE : ARCHIES EXPRESS
MATRICULA NO. 00879681
RENOVACION DE LA MATRICULA : EL 7 DE ABRIL DE 2003
ULTIMO AÑO RENOVADO : 2003

NOMBRE : ARCHIES USAQUEN
MATRICULA NO. 00970250
RENOVACION DE LA MATRICULA : EL 7 DE ABRIL DE 2003
ULTIMO AÑO RENOVADO : 2003

NOMBRE : PRET PIZZA & FOCACCIA CALLE 85
MATRICULA NO. 00978794
RENOVACION DE LA MATRICULA : EL 7 DE ABRIL DE 2003
ULTIMO AÑO RENOVADO : 2003

NOMBRE : ARCHIES CHICO
MATRICULA NO. 01034360
RENOVACION DE LA MATRICULA : EL 7 DE ABRIL DE 2003
ULTIMO AÑO RENOVADO : 2003

NOMBRE : ARCHIES PEPE SIERRA
MATRICULA NO. 01055649
RENOVACION DE LA MATRICULA : EL 7 DE ABRIL DE 2003
ULTIMO AÑO RENOVADO : 2003

NOMBRE : ARCHIES CEDRITOS
MATRICULA NO. 01220177
RENOVACION DE LA MATRICULA : EL 7 DE ABRIL DE 2003
ULTIMO AÑO RENOVADO : 2003

NOMBRE : ARCHIES CENTRO CHIA
MATRICULA NO. 01222333
RENOVACION DE LA MATRICULA : EL 7 DE ABRIL DE 2003
ULTIMO AÑO RENOVADO : 2003

NOMBRE : ARCHIE S SALITRE
MATRICULA NO. 01252633
RENOVACION DE LA MATRICULA : EL 6 DE MARZO DE 2003
ULTIMO AÑO RENOVADO : 2003

CERTIFICA :

QUE NO FIGURAN INSCRIPCIONES ANTERIORES A LA FECHA DEL PRESENTE CERTIFICADO, QUE MODIFIQUEN TOTAL O PARCIALMENTE SU CONTENIDO.

DE CONFORMIDAD CON LO CONCEPTUADO POR LA SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO, LOS ACTOS DE REGISTRO AQUI CERTIFICADOS QUEDAN EN FIRME CINCO (5) DIAS HABILES DESPUES DE LA FECHA DE

03 DEC 16 AM 8:19
SECRETARY OF STATE
FALLAHASSEE, FLORIDA

AND
FILED

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PUBLICACION EN EL BOLETIN DEL REGISTRO DE LA CORRESPONDIENTE INSCRIPCION, SIEMPRE QUE NO SEAN OBJETO DE RECURSOS EN LA VIA GUBERNATIVA.

EL SECRETARIO DE LA CAMARA DE COMERCIO,

VALOR : \$ 2,300.00

DE CONFORMIDAD CON EL DECRETO 2150 DE 1995 Y LA AUTORIZACION IMPARTIDA POR LA SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO, MEDIANTE EL OFICIO DEL 18 DE NOVIEMBRE DE 1996, LA FIRMA MECANICA QUE APARECE A CONTINUACION TIENE PLENA VALIDEZ PARA TODOS LOS EFECTOS LEGALES.



03 DEC 16 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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