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ESTABLISHED 1962

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VIA FEDERAL EXPRESS

March 31, 1995

Secretary of State
Division of Corporation
Foreign Qualification Section
409 East Gaines Street
Tallahassee, Florida 32399

WRITER'S DIRECT DIAL NO.
312/580-2204

**RE: El Presidente Corporation
Qualification in Florida**

800001447689
-04/05/95--01024--006
*****70.00 *****70.00

Dear Sir or Madam:

WAS- 7322

Enclosed please find two (2) executed originals and one copy of the Application By Foreign Corporation for Authorization to Transact Business in Florida, Certificate of Good Standing and a check in the amount \$70.00 made payable to the Secretary of State. Please file said documents and return a file stamped copy to our office in the self-addressed stamped envelope enclosed for your convenience.

If you have any questions or comments, please contact the undersigned.

Very truly yours,

Kathleen McMahon-Ortiz
Kathleen McMahon-Ortiz
Legal Assistant

/KMO

Enclosures

Line 6 changed per phone
call to R. McMahon-Ortiz

TRANSLATION "EL PRESIDENTE"

= "THE PRESIDENT"

SECRETARY OF STATE
DIVISION OF CORPORATION
95 APR 21 11:03 AM '95

W4
4/21



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 5, 1995

KATHLEEN MCMAHON-ORTIZ, LEGAL ASST.
FAGEL & HABER, ATTORNEYS
140 SOUTH DEARBORN ST., 14TH FLOOR
CHICAGO, IL 60603

SUBJECT: EL PRESIDENTE CORPORATION
Ref. Number: W95000007322

We have received your document for EL PRESIDENTE CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 295A00015422

El Pres Corp of Ill, Inc.

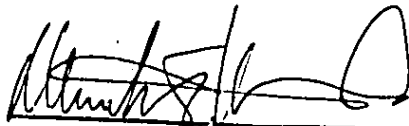
RESOLUTION OF BOARD OF DIRECTORS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 21 AM 9:36

I, the undersigned Matt Howard, do hereby certify
that this Resolution of the Board of Directors of El Presidente Corporation
a corporation duly organized and existing under the laws of the State of Illinois
was duly adopted on December 30, 19 94.

Resolved, that El Presidente Corporation, organized
and existing in the State of Illinois, hereby adopts the
name El Presidente Corporation of Illinois, Inc. for use in Florida.

Dated: April 13, 1995


Signature of at least one director President

**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. EL PRESIDENTE CORPORATION
(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

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

3. JANUARY 12, 1995 4. PERPETUAL
(Date of Incorporation) (Duration)

5. 36-4005009
(Federal Employer Identification number, if applicable)

6. Uncertain at this time Upon qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1168 South Plymouth Court, Chicago, Illinois 60605
(Current mailing address)

For any and all lawful purpose or purposes for which a foreign corporation may be authorized to transact business in the state of Florida pursuant to the Florida Statutes, as amended.

8. To the Florida Statutes, as amended.
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: _____
Address: _____

Vice Chairman: _____
Address: _____

Director: MATT HOWARD
Address: 1168 South Plymouth Court
Chicago, Illinois 60605

Director: _____
Address: _____

Officers:

President: MATT HOWARD

Address: 1168 South Plymouth Court
Chicago, Illinois 60605

Vice President: _____

Address: _____

Secretary: GUDRUN HOWARD

Address: 1168 South Plymouth Court
Chicago, Illinois 60605

Treasurer: MATT HOWARD

Address: 1168 South Plymouth Court
Chicago, Illinois 60605

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: Gary Maddox

Office Address: 1550 S. E. 17th Street

Ft. Lauderdale

Florida

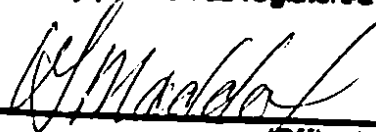
33316

Zip Code

11. 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: _____



(Officer)

GARY MADDOX - Agent

(Type Name and Title of Officer)

12. 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.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. MATT HOWARD, PRESIDENT

(Name and capacity of person signing application)

File Number 5813-484-8



To all to whom these Presents Shall Come, Greeting:

I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that

EL PRESIDENTE CORPORATION, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE DECEMBER 30, 1994, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, *I hereto set*
my hand and cause to be affixed the Great Seal of
the State of Illinois this _____ *1ST*
day of _____ *MARCH* *A.D., 19* *95*

George H Ryan

SECRETARY OF STATE