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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): **7000004777917--1**

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1. **EL PEQUEÑO CAFE, INC.**
(Corporation Name) (Document #)

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DIVISION OF CORPORATION

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

ARTICLES OF INCORPORATION OF
El Pequeño Café, Inc.

A NON-PROFIT ORGANIZATION

We, the undersigned, acting as incorporators of a corporation pursuant to Chapters 617, Part I, of Florida Statutes, adopt the following Articles of Incorporation of such corporation:

ARTICLE I – NAME

The name of this corporation will be:

El Pequeño Café, Inc.

Hereafter referred to as the "Corporation";

ARTICLE II – REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office and primary corporate office of this Corporation shall be:

10124 NW 5th Terrace
Miami, Fl. 33172

The mailing address of the registered office and primary corporate office of this Corporation shall be:

10124 NW 5th Terrace
Miami, Fl. 33172

The new registered agent of this Corporation shall be: Reinaldo Bragado, 10124 NW 5th Terrace, Miami, Fl. 33172 who shall accept service of process within this State, at such address, and shall serve in such capacity until his successor is selected and duly designated.

Reinaldo Bragado
REGISTERED AGENT.

ARTICLE III –CORPORATE PURPOSE

The purposes for which the Corporation is organized are:

1. El Pequeño Café, Inc. is a non-profit organization that has been functioning with a De Facto existence since November, 2001.
2. The members of El Pequeño Café, Inc. are working together to develop the main objective of the organization: to promote the Hispanic culture in the United States. Currents methods implemented are:

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- a. Publish a cultural magazine in Spanish.
- b. Publish books in Spanish.
- c. Sponsor all kinds of cultural activities.

ARTICLE IV – OFFICERS

The qualifications and manner of election or appointment of the directors shall be regulated by the bylaws.

ARTICLE V – BOARD OF DIRECTORS

The number of Directors which shall constitute the whole Board shall be six (6), two (2) of which shall be Honorary board members, or such as from time to time shall be fixed by the bylaws, but in no event shall be less than three (3).

The name and the addresses of the persons who are to serve as directors of this Corporation are as follows:

Reinaldo Bragado
10124 NW 5th Terrace
Miami, Fl. 33172
President

Luis E. Becerrill
9011 SW 60th Terrace
Miami, Fl. 33173
Vice President

Alfonso Afonso
5601 NW 7th St.
Miami, Fl. 33126
Vice President

ARTICLE VI – INCORPORATORS

The name and address of the person who is to be the incorporator of this Corporation is as follows:

Reinaldo Bragado
10124 NW 5th Terrace
Miami Fl. 33172

ARTICLE VII – GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes consistent with these Articles which are selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors or officers. In addition, no part of the income of the Corporation shall be distributed to its directors, officers or incorporators; provided that the Corporation may pay compensation in any reasonable services rendered and may confer benefit upon its members in conformity with its purposes.

ARTICLE VIII – NO PECUNIARY GAIN

The Corporation shall not, incidentally or otherwise, afford or pay any pecuniary gain or remuneration to its directors or officers as such, and no part of the net income or net earnings of the Corporation shall, directly or indirectly, be distributable to or to otherwise inure to the benefit of any director or officer of, or any other person having a personnel and private interest in the activities of the Corporation; provided, however, that the Corporation may pay reasonable compensation for services rendered and property and supplies furnished to the Corporation in furtherance of its purposes described in Article III hereof.

ARTICLE IX – NO PERSONAL LIABILITY

Directors, and officers of the Corporation shall not be personally liable for the payment of any debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property of the directors and officers be subject to the payment of the debts or obligations of the Corporation to any extent whatsoever.

ARTICLE X – DISSOLUTION OF THE CORPORATION

The Board of Directors may dissolve this corporation with the prior approval of two-thirds (2/3) majority vote of the general voting; provided that notice of purpose for the meeting has been furnished in writing to each member of the Corporation at least ten (10) days prior to the meeting where a vote for dissolution shall take place.

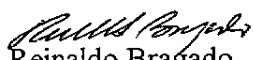
ARTICLE XI – SPECIAL CONSIDERATIONS

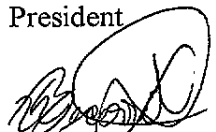
1. The special character of the Corporation calls for the following:

- a. All the information pertaining to El Pequeño Café, Inc. Corporation is strictly and highly confidential.
- b. The publications and activities of El Pequeño Café, Inc. must be in full agreement with the human values established in the United Nations' Universal Declaration of Human Rights. The rights stipulated in the United Nations' Universal Declaration of Human Rights cannot be used against those rights.

MISSION STAMENT - El Pequeño Café, Inc.

El Pequeño Café, Inc. is a non-profit organization with a primary goal: to promote the Hispanic culture in the United States and to advocate the cultural values in all artistic disciplines. Such goal is achieved by the publication of books, a cultural magazine and the sponsorship of all kinds of cultural activities.


Reinaldo Bragado
President


Luis E. Becerrill
Vice President


Alfonso Afonso
Vice President

Adopted January 12, 2002

BYLAW OF El Pequeño Café, Inc.

A Florida Nonprofit Corporation

Article 1

OFFICES

The principal office of the Corporation shall be in the State of Florida.

Article 2

DIRECTORS

Section 1. Qualification. Directors must be all persons over the age of eighteen (18) years who are interested in furtherance of the purpose of the Corporation.

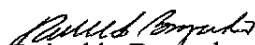
Section 2. Annual Meeting. An Annual Meeting shall be held at the corporate offices with thirty (30) days written notice to each member.


Article 3

OFFICERS

Section 3. Officers. The Officers of this Corporation shall be a President, and up to three (3) Vice Presidents.

Section 4. Term of Officers. Each Officer shall serve for the period of one (1) natural year. At the end of such period, an officer may be re-elected or replaced by a majority vote of the Board of Directors.


Reinaldo Bragado
President


Luis E. Becerrill
Vice President


Alfonso Afonso
Vice President

Adopted January 12, 2002

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