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Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 922-4001

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

SECRETARY OF STATE
KATHERINE HARRIS, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

EL BRILLANTE LATINO DISCOUNT MARKET INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

EL BRILLANTE LATINO DISCOUNT MARKET INC.

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **EL BRILLANTE LATINO DISCOUNT MARKET INC.**

The principal place of business of this corporation shall be:

1550 SW 1st Street, Miami, FL 33135

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

100 SHARES @ \$10.00 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer (s) and director (s), if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are):

PRESIDENT

**AGUSTIN YANES
2455 SW 5th Street
MIAMI, FL 33135**

SEC/TREASURER

**FLORENTINO AGUILA
1629 SW 14th Street
MIAMI, FL 33145**

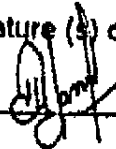
ARTICLE VI INCORPORATOR (S)

The name (s) and street address (es) of the incorporator (s) to this articles of incorporation is (are):

AGUSTIN YANES
2455 SW 5th Street
MIAMI, FL 33135

IN WITNESS WHERE OF, the undersigned Incorporator (s) has (have) executed these Articles of Incorporation this 8th day of FEBRUARY, 1999, 2000

Signature (s) of Incorporator (s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

EL BRILLANTE LATINO DISCOUNT MARKET INC.

2. The name and address of the registered agent and office is:

AGUSTIN YANES 2455 SW 5th Street, MIAMI, FL 33135
(P.O. BOX NOT ACCEPTABLE)

SIGNATURE 

TITLE PRESIDENT/AGENT

DATE 2/08/00

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 STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 2/08/00

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TALLAHASSEE, FLORIDA