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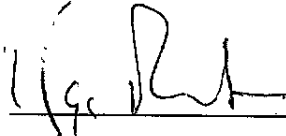
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 30, 2000

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

SUBJECT: HAPPY HOT DOGS CORP.

I enclose an original and one copy of the Articles of Incorporation
for the above corporation and a check in the amount of \$122.50.



From:

OLGA ROSADO
21022 S.W. 125 PL.
Miami, Florida 33177
PHONE: (305) 232-6092

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****122.50 *****78.75



ARTICLES OF INCORPORATION
FOR
HAPPY HOT DOGS CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation shall be:

HAPPY HOT DOGS CORP.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

21022 S.W. 125 PL.
MIAMI, Florida 33177

ARTICLE III

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

7500 SHARES

ARTICLE IV

The name and address of the initial registered agent is:

OLGA ROSADO
21022 S.W. 125 PL.
MIAMI, FL 33177

ARTICLE V

This corporation shall have officers and directors initially. The names and addresses of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

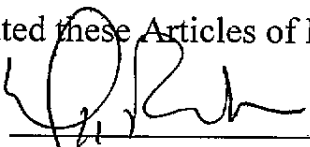
OLGA ROSADO
21022 S.W. 125 PL.
MIAMI, FLORIDA 33177

ARTICLE VI

The name and street address of the incorporator to these Articles of Incorporation is:

OLGA ROSADO
21022 S.W. 125 PL.
MIAMI, FLORIDA 33177

The undersigned has executed these Articles of Incorporation the 30th Day of May, 2000.



OLGA ROSADO

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, 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 is:

HAPPY HOT DOGS CORP.

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

OLGA ROSADO
21022 S.W. 125 PL
MIAMI, FLORIDA 33177

SIGNATURE: 

TITLE: President

DATE: May 30, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: 

DATE: May 30, 2000