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MARBELLA, "LA CUEVA DEL CAMARON"

December 6, 2000

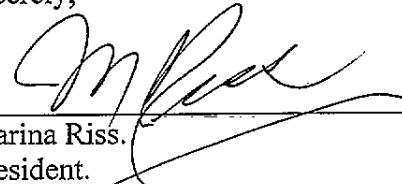
Florida Department of State
Division of Corporation
PO Box 6327
Tallahassee, FL 32314

FILED
01 JAN -11 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Enclosed you will find the check number 02314915784 for the amount of \$ 70.00.

Sincerely,


Marina Riss.
President.

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*****70.00 *****70.00

W-29556

12-18

1-11-01



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 18, 2000

MARINA RISS
5861 W. 3RD AVE.
HIALEAH, FL 33012

SUBJECT: MARBELLA LA CUEVA DEL CAMARON
Ref. Number: W00000029556

We have received your document for MARBELLA LA CUEVA DEL CAMARON and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of 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 (850) 487-6929.

Joey Bryan
Document Specialist

Letter Number: 300A00063395

ARTICLES OF INCORPORATION
OF
MARBELLA "LA CUEVA DEL CAMARON" CORP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the corporation is Marbella "La Cueva Del Camaron" Corp., the mailing address is 5861 West 3rd Ave, Hialeah, Fl 33012.

ARTICLE II

NATURE OF THE BUSINESS.

This corporation is being formed for the following purposes:
Restaurant/ Cafeteria.

To conduct any and all business activities permitted by the laws of the State of Florida.

To generally have and exercise all powers, rights and privileges necessary, suitable, convenient of proper for the accomplishment of any of the purpose or the attainment of any or all of the objects hereinbefore enumerate or incidental to the purpose and power herein named for the enhancements of the value of the property of the corporation or which at any time appear conducive there to or expedient.

ARTICLE III

TERM OF EXISTENCE.

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date in which corporate existence shall begin is the date on which these article of incorporation are filed with the Secretary of the State of Florida.

ARTICLE IV

CAPITAL STOCK.

This corporation is authorized to issue 100 shares of \$ 5.00 par value common stock, which shall be designated "Common Shares".

ARTICLES OF INCORPORATION
OF
MARBELLA "LA CUEVA DEL CAMARON" CORP

ARTICLE V

INITIAL REGISTERED OFFICE & AGENT.

The street address of the initial registered office of the corporation is 5861 West 3rd Ave, Hialeah, Fl 33012 and the name of the initial registered agent of this corporation is Marina Riss.
Social Security: 594-85-9810

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by-laws, but shall never be less than one (1). The name(s) and address (es) of the initial director(s) of this corporation are:

<u>Marina Riss</u> Ph: (305) 965-6939	(President) (Treasurer)	5861 West 3rd Ave. Hialeah, FL 33012
<u>Paulino Torres</u> PH: (305) 693-6394	(Vice-president) (Vice-Treasurer)	8751 NW 33 CT Miami, FL 33147
<u>Dulce Maria Gonzalez</u> PH: (305) 546-9907	(Secretary)	5861 West 3rd Ave. Hialeah, FL 33012

ARTICLE VII

OFFICERS.

The officers of the corporation shall be as followed:

Marina Riss	(PRESIDENT)	100 SHARES
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ARTICLE VIII

AMENDMENTS OF INCORPORATION &
BY-LAWS

This Corporation reserve the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and right conferred upon the shareholders is subject to this

ARTICLES OF INCORPORATION
OF
MARBELLA "LA CUEVA DEL CAMARON" CORP

reservation. Further, the power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors and the shareholders of the corporation.

ARTICLE IX

POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

DIVIDENDS

Dividends payable in shares of any and class may be paid to holders of shares of any other class.

ARTICLE XI

INDEMNIFICATION

This Corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, employees or agents or any persons who may served at its request as a director, officers, employees or agent of another corporation, partnership, joint, venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include but not limited to, the expenses, including the cost of any judgment, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any such person or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a director, officer, employee or agent as therein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLES OF INCORPORATION
OF
MARBELLA "LA CUEVA DEL CAMARON" CORP


ARTICLE XII
INCORPORATION

The name and addresses of the person signing these Articles are:

Marina Riss **5861 West 3rd Ave. Hialeah, FL 33012**

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation.

Dated: 12/01/00



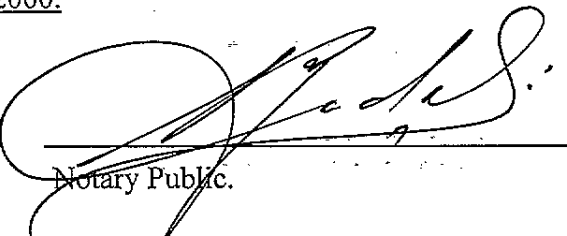
Marina Riss

ACKNOWLEDGMENT

STATE OF FLORIDA)
 SS.
COUNTY OF DADE)

BEFORE Me, a Notary Public authorized to take acknowledgment in the state and county set forth above, personally appeared Marina Riss known to me and known by me be person who executed the foregoing articles of incorporation, and that they executed these articles of incorporation.

IN WITNESS WHEREOF, I have here unto set hand and affixed my official seal, in the State of County aforesaid, this 01 day of December, 2000.

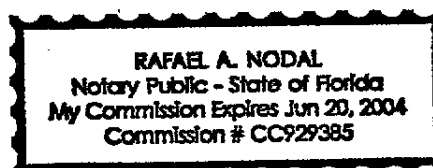


Notary Public.

Rafael A. Nodal

Printed Name of Notary Public

MY COMMISSION EXPIRES:



ARTICLES OF INCORPORATION
OF
MARBELLA "LA CUEVA DEL CAMARON" CORP

CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Marbella "La Cueva Del Camaron" Corp. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Certificate of Incorporation at the City of Miami, County of Dade, State of Florida, has named Marina Riss address 5861 West 3rd Ave, Hialeah, FL 33012 as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated Corporation at the place designated in this Certificate, I hereby accept to act in this Capacity, and agree to comply with the provision of said Act relative to keeping open said office.



FILED
01 JAN - 11 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA