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DIVISION OF CORPORATIONS
Tallahassee, FL 32314

FILED
01 JAN 10 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam :

PLEASE DO NOT SEND DOCUMENTS
TO BUSINESS BUT TO THE REGISTERED
AGENT IN ENCLOSED PREPAID EXPRESS
MAIL ENVELOPPE

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Thrm155.

c/p
Astor Brewery & Restaurant Inc
5273 25th Ave S.W.
Naples, FL 34116
Phone 941-441-9173

1-12-01

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

Astor Bakery + Restaurant, Inc

ARTICLE II PRINCIPAL OFFICE

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

11510 E. TAMiami TRAIL, Naples, FL 34113

ARTICLE III SHARES

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

100 shares at \$1.00 nominal value each

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Guillermo L. Palacio
5273 25th AVE S.W.
Naples, FL 34114

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

President Guillermo L. Palacio 5273 25th Ave, Naples, FL. 33906
 & SECRETARY
 Vice Pres. Victor Villa, 5374 W 12 Ave. N. Naples, FL. 33912
 & TREASURER

SHARES DISTRIBUTION

50% Guillermo L. Palacio President & Secretary
 50% Victor Villa Vice Pres & Treasurer

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

5th day of JANUARY, 2001

X Guillermo L. Palacio
 Guillermo Palacio Signature President
 X Victor Villa
 Victor Villa Signature Vice President

 Signature

STATE OF FLORIDA
 COUNTY OF Miami-Dade
 THE FOREGOING Articles of Incorporation for Astor Bancery

WAS ACKNOWLEDGED BEFORE ME
 BY: Guillermo Palacio & Victor Villa
 ON THIS 5th DAY OF January 2001

Articles of Incorporation

Filing Fee - \$35.70.00

Plus Cost 8.75

\$ 58.75

Personally Known I.D. Shown
 Official Stamp
 MEL FERRER
 NOTARY PUBLIC

MEL FERRER
 NOTARY PUBLIC - STATE OF FLORIDA
 My Commission Expires 02-27-04
 Comm. No. CC913834

Fl. State Licenses for both parties.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: Astor Bakery & Restaurant, Inc

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

Guillermo L. Palacio
(Name)

5273 25 Ave Naples FL 33916
(P.O. Box not acceptable)

(City/State/Zip)

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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.

X Guillermo L. Palacio
(Signature)
Guillermo L. Palacio

1-5-01