P01000006839

TRANSMITTAL LETTER

FROM:

Name of corporation: Taqueria Mexico, Inc.

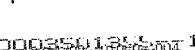
Street address of the corporation:

3110 S. Florida Ave.

Lakeland, Florida 33803

863-646-1311

Colled ANS Wood



TO: CORPORATIONS DIVISION

Please find enclosed:

- 1. An original Articles of Incorporation and one copy for the above named corporation.
- A certified check or money order in the amount of \$70.00 for filing fees.

A certified copy is not requested at this time.

Please send responses or receipts concerning this filing to the above address. Thank you very much.

Date:

January 2, 2001

Name of Incorporator:

Juan Cruz

F. Charles

JAN 1 8 2000

Signature of Incorporator:

Juan Cruz

W-2970Z



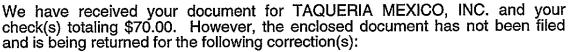
FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 19, 2000

JUAN CRUZ 3110 S FLORIDA AVE LAKELAND, FL 33803

SUBJECT: TAQUERIA MEXICO, INC.

Ref. Number: W00000029702



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.

MUST RESUBMIT AFTER JANUARY 1, 2001.

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) 487-6904.

Freida Chesser Corporate Specialist

Letter Number: 000A00063736

the none

ARTICLES OF INCORPORATION

of Taqueria Mexico, Inc.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for Profit corporation.

Article 1. The name of the Corporation is:

Taqueria Mexico, Inc.

Article 2. The principal place of business and mailing address of this corporation is:

3110 S. Florida Ave., Lakeland, Florida 33803

Article 3. The corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

Leticia R. Cruz

3110 S. Florida Ave., Lakeland, Florida 33803

Article 5. The name and street address of the incorporator of this corporation is:

Juan Cruz

3110 S. Florida Ave., Lakeland, Florida 33803

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date:

January 2, 2001

Name of Incorporator:

Juan Cruz

Signature of Incorporator:

Juan Cruz

CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

Taqueria Mexico, Inc.

1. The name and address of the corporation's registered agent and registered office is:

Name:

Leticia R. Cruz

Street address:

3110 S. Florida Ave., Lakeland, Florida 33803

Having been named as the 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 of registered agent: _

January 2, 2001

Date of signature: