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TRANSMITTAL LETTER

FILED

01 FEB 28 PM 2: 38

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJE	ECT: <u>C.A.R</u>		A FETERIA rate name - must include su	ITUC IIIIX)	
				10000375 -02/28/01 ****122.	UIU(Z <u>U</u>
Enclos for :	sed is an origina \$70.00 Filing Fee	al and one (1) \$78.75 Filing Fee & Certificate	copy of the articles of \$122.50 Filing Fee & Certified Copy	\$131.25 Filing Fee, Certified Copy & Certificate	check
	PEDRO PEGUERO		930 SW 97TH AVE	· •	
•			Miami, FL 33174		

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CERTIFICATE OF INCORPORATION

FILED OIFEB 28 PM 2:38 SECRETARY OF STATE TALLAHASSEE, FLORIDA

OF

CARPE CAFETERIA, INC..

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is: CARPE CAFETERIA, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

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

ONE HUNDRED (100) shares of common stock having a nominal or par value of

ONE AND 00\100 (\$1.00) dollars per share.

All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be fixed by the Board of Directors.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is: ONE hundred AND 00/100 (\$100.00) DOLLARS.

ARTICLE V

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida,, is 930 S W 97th Ave, Miami, FL 33174

ARTICLE VI

DIRECTORS

This corporation shall have not less than one (1) Director, however, the number of directors may be increased or diminished from time to time, by By-laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VII

INITIAL DIRECTORS.

NAME

OFFICE

ADDRESS

PEDRO PEGUERO

PRESIDENT

930 SW 97TH Ave, Miami FL 33174

ARTICLE VIII

SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore are:

NAME

ADDRESS

SHARES

CONSIDERATION

PEDRO PEGUERO

930 SW 97TH AVE

100

\$100.00

Miami, FL 33174

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by two thirds of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

REGISTERED OFFICE AND REGISTERED AGENT

That, CARPE CAFETERIA, INC.. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of MIAMI, hereby designates: PEDRO PEGUERO, whose office address is identical to that of the Registered Office, as its Registered Agent.

WITNESS the hands and seals of the incorporators in Miami, Dade County,

this 23rd day of February, 2001

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STATE OF FLORIDA

COUNTY OF DADE

PERSONALLY appeared before me and presented

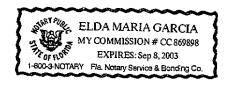
identification: driver licenses, the following person(s)

PEDRO PEGUERO

to me well known to be the subscribers to the foregoing Articles of Incorporation of: CARPE CAFETERIA, INC. and after being by me duly sworn, acknowledged that they signed the same and for the purposes therein expressed.

WITNESS my name and seal at Miami, Dade county, Florida, This 23rd day of February, 2001.

NOTARY PUBLIC STATE OF FLORIDA



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with section 48.091 Florida Statutes, the following is submitted:

FIRST: That CARPE CAFETERIA, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the city of Miami and with its initial registered office at: 930 SW 97TH Ave, named PEDRO PEGUERO, located at the same address, as its Registered Agent to accept service of process within the State of Florida.

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 keeping open said office.

BY: V Pedro Pegnero

PEDRO PEGUERO

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SECRETARY OF STATE
TAILAHASSEE, FLORIDA