

Division of Corporations

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**P01000025800****Florida Department of State**

Division of Corporations

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**To:**

Division of Corporations

Fax Number : (850) 922-4001

**From:**

Account Name : RICARDO MARTINEZ-CID, P.A.

Account Number : 076640001666

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**FLORIDA PROFIT CORPORATION OR P.A.****AREPITAS PLUS, INC.**

Certificate of Status	1
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ARTICLES OF INCORPORATION  
AREPITAS PLUS, INC.

Article I - Name

The name of this corporation is AREPITAS PLUS, INC.

Article II - Purpose

This corporation is organized to provide quality fast food services and franchises, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The initial principal address of this corporation is at the 3611 NW South River Drive, Miami, Florida 33142.

The name of the initial Registered Agent of this corporation is Carlos A. Saenz, of 3611 NW South River Drive, Miami, Florida 33142.

Article VI - Initial Board of Directors

This corporation shall have three (3) directors initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The

Prepared by: Ricardo Martinez-Cid  
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initial directors of this corporation are Ivan Ortiz, of 3611 NW South River Drive, Miami, Florida 33142; Christian Saenz, of 3611 NW South River Drive, Miami, Florida 33142; and Carlos A. Saenz, of 3611 NW South River Drive, Miami, Florida 33142.

Article VII - Initial Board of Directors and Officers

The initial officers of this corporation are Ivan Ortiz of 3611 NW South River Drive, Miami, Florida 33142, who shall also serve as the initial president of the corporation; Christian Saenz of 3611 NW South River Drive, Miami, Florida 33142, who shall serve as secretary and treasurer of the corporation; Carlos A. Saenz, of 3611 NW South River Drive, Miami, Florida 33142, who shall also serve as a Vice-president of the corporation.

Article VIII - Incorporator

The name and address of the person signing these Articles is Carlos A. Saenz, of 3611 NW South River Drive, Miami, Florida 33142.

Article IX - Beginning of Corporate Existence

This corporation shall begin its corporate existence upon filing with the Florida Secretary of State.

Article X - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

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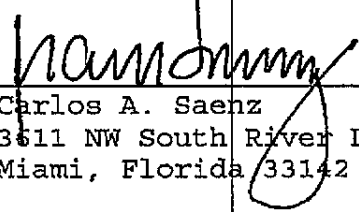
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Article XI

Limitation on the Powers of the President and Vice-presidents

In matters involving more than Five Thousand and No/100 (\$5,000.00) Dollars or more, and in any matter not in the ordinary course of business, the president and vice-presidents of the corporation can only bind the corporation with two signatures, that is with the president and one of the two vice-presidents jointly signing on behalf of the corporation, or with the two vice-presidents jointly signing on behalf of the corporation.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporation, this March 12, 2001.

  
\_\_\_\_\_  
Carlos A. Saenz  
3611 NW South River Drive,  
Miami, Florida 33142

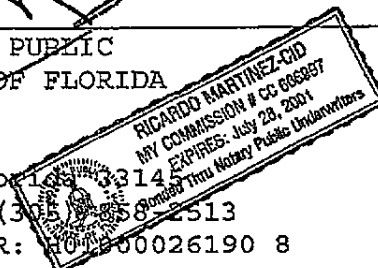
STATE OF FLORIDA       )  
                                  ) S.S.  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned Notary Public, personally appeared Carlos A. Saenz, who provided his Florida driver's license as identification, and he acknowledged before me that he executed the foregoing articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida, this March 12, 2001.

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA

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CERTIFICATE DESIGNATING THE ADDRESS AND  
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

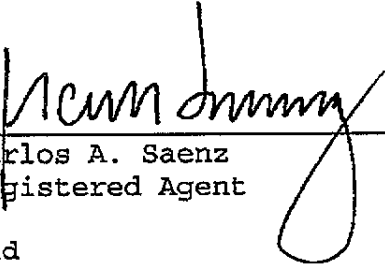
That AREPITAS PLUS, INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named Carlos A. Saenz, of 3611 NW South River Drive, Miami, Florida 33142, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of

**AREPITAS PLUS, INC.**

to accept service of process for the above-stated corporation, the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this March 12, 2001.

  
\_\_\_\_\_  
Carlos A. Saenz  
Registered Agent

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