

P01000050904

Neil F. Aguilera
7839 Dixie Beach Circle
Tamarac, Florida 33321
May 2, 2001

Department of State
Division of Corporations
49 East Gaines Street
Tallahassee, Florida 32399

100004218391--2
-05/15/01--01131--002
*****122.50 *****78.75

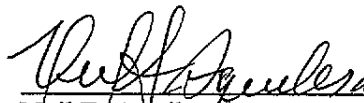
RE: Incorporation of SABORCITO CUBANO COFFEE SHOP, INC.

Dear Sir/Madam:

Enclosed please find the formal original Article of Incorporation for the above-referenced company and a check in the amount of \$122.50 for filing fees and certification of same. Kindly expedite the filing of same and return a certified copy in the enclosed self-addressed stamped envelope provided herein.

Thanking you for your prompt attention to this matter.

Sincerely,


Neil F. Aguilera

01 MAY 15 PM 3:49
STATE DEPT OF STATE
TALLAHASSEE FL 32304

Enclosure

J. Burch MAY 22 2001

**ARTICLES OF INCORPORATION/SUB-CHAPTER S
OF**

SABORCITO CUBANO COFFEE SHOP, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION

The name of the Sub Chapter-S Corporation shall be

SABORCITO CUBANO COFFEE SHOP, INC.

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

7895 WEST SAMPLE ROAD

CORAL SPRINGS, FLORIDA 33065

The general purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

01 MAY 15 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

CAPITAL STOCK

The authorized total amount of issued capital stock of this corporation shall be **ONE HUNDRED (100)** shares of common stock at \$1.00 par value. The common stock shall be payable in cash, property or services at a just valuation to be fixed by the Board of Directors, if one so exists at a regular or a special meeting called for this purpose. No shareholder shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

No shareholder of this corporation may sell or transfer his shares in such corporation without first offering same to the corporation so that it may exercise its right of first refusal to purchase same upon identical terms as the proposed sale and purchase as detailed in writing by the seller and endorsed by the prospective buyer. In the event that the corporation does not desire to purchase the stock then any remaining present stockholder which do desire to purchase same shall pay equal amounts for the purchase of same and each obtain equal amount of the purchased stock. Only in the event the above criteria is satisfied and the corporation and individual stockholders both refuse to purchase the stock then and only then shall the sale of the stock to an outside party be permitted.

ARTICLE III

TERM OF EXISTENCE

The Sub-Chapter S corporation is to exist perpetually.

ARTICLE IV

OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected:

NEIL F. AGUILERA - PRESIDENT

IRAIDA ENRIQUEZ - VICE PRESIDENT

NEIL F. AGUILERA - TREASURER

IRAIDA ENRIQUEZ - SECRETARY

**Iraida Enriquez - Vice President
7839 Dixie Beach Circle
Tamarac, Florida 33321**

**Neil F. Aguilera - President
7839 Dixie Beach Circle
Tamarac, Florida 33321**

**Neil F. Aguilera - Treasurer
7839 Dixie Beach Circle
Tamarac, Florida 33321**

**Iraida Enriquez - Secretary
7839 Dixie Beach Circle
Tamarac, Florida 33321**

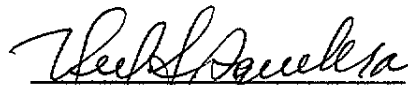
ARTICLE VI

INCORPORATORS

The name and address of the incorporator is:

**Neil F. Aguilera - Treasurer
7839 Dixie Beach Circle
Tamarac, Florida 33321**

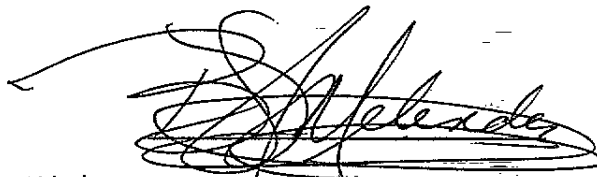
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2 day of May, 2001.


Neil F. Aguilera

STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **Neil F. Aguilera**, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and who acknowledged that he executed the foregoing Articles of Incorporation for the purposes set forth therein.

Witness my hand and official seal in the County and State named above this 2nd day of May, 2001.


Notary Public, State of Florida

My Commission Expires:



Beatriz N Melendez
My Commission CC992540
Expires April 25, 2002

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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 Sub-Chapter S corporation is:

SABORCITO CUBANO COFFEE SHOP, INC.

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

NEIL F. AGUILERA
7839 DIXIE BEACH CIRCLE
TAMARAC, FLORIDA 33321

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 THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.



NEIL F. AGUILERA, Registered Agent

05-02-01
DATE

01 MAY 15 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED