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**Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

01 AUG 29 PM 4:25

FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

PAELLA ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
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01 AUG 29 PM 1:25
SECTION OF SEAL
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF

PAELLA ENTERPRISES, INC.

THE UNDERSIGNED INCORPORATOR (S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPTS (S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLES I NAME

THE NAME OF THE CORPORATION SHALL BE: PAELLA ENTERPRISES, INC.
THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE: 5302 N.W. 125TH AVENUE CORAL SPRINGS, FLORIDA 33076

ARTICLES II NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY, TERRITORY OR NATION.

ARTICLE III CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: FIVE HUNDRED SHARES, PAR VALUE OF \$1.00.

ARTICLE IV TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE V OFFICERS DIRECTORS

THE NAME (S) AND STREET ADDRESS (ES) OF THE INITIAL OFFICER (S) AND DIRECTOR (S), IF ANY, WHO SHALL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL THEIR SUCCESSOR (S) IS (ARE) ELECTED, IS (ARE):
FABIAN HERNANDEZ 5302 N.W. 125TH AVENUE CORAL SPRINGS, FL. 33076 PRESIDENT
CARLOS HERNANDEZ 5302 N.W. 125TH AVENUE CORAL SPRINGS, FL. 33076 VICE-PRESIDENT

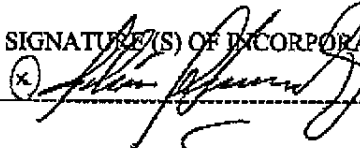
ARTICLE VI INCORPORATOR (S)


THE NAME (S) AND STREET ADDRESS (ES) OF THE INCORPORATOR (S) TO
THIS ARTICLES OF INCORPORATION IS (ARE):

FABIAN HERNADEZ 5302 N.W. 125TH AVENUE CORAL SPRINGS, FL. 33076
CARLOS HERNANDEZ 5302 N.W. 125TH AVENUE CORAL SPRINGS, FL. 33076

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR (S) HAS (HAVE)
EXECUTED THESE ARTICLES OF INCORPORATION THIS 28TH DAY OF AUGUST, 2001

SIGNATURE(S) OF INCORPORATOR (S)

(x) 

(x) 

CERTIFICATE OF DESIGNATION
REGISTER 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 CORPORATION: PAELLA ENTERPRISE, INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

NAME: FABIAN HERNANDEZ

ADDRESS: 5302 N.W. 125TH AVENUE CORAL SPRINGS, FL. 33076

SIGNATURE _____
TITLE _____
DATE _____

[Signature]
President
08-28-01

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HERBY 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.

SIGNATURE _____
DATE _____

[Signature]
08-28-01