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MORTON H. SILVER

*Attorney at Law*

P.O. Box 591410  
International Airport Br  
Miami Florida 33159  
Ph: (305) 871-8030  
Fax (305)245-8580

August 24, 2001

Hon. J. Kassees  
Directors Office  
Secretary of State  
409 East Gaines Street  
Tallahassee, Florida 32301

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-09/04/01--01005--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Privileged & Confidential

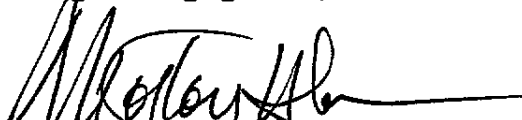
In re: Registration of SABOR DEL PERU, Inc.

Dear Mr. Kassees:

Enclosed please you will find duly executed articles for the above corporation, together with a check in the sum of \$78.75 to cover the costs of registering same.

Thank you very much.

Very truly yours,

  
MORTON H. SILVER

MHS:gn  
encl.  
Sent priority mail

SECRETARY SABOR PERU 08242001

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2001 SEP -4 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BC 9/4

FILED

ARTICLES of INCORPORATION  
of  
SABOR DEL PERU, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s) under these Articles of Incorporation, in order to form a corporation under the laws of Florida, hereby certify:

ARTICLE 1 - The name of the corporation is:

SABOR DEL PERU, Inc.

ARTICLE 2 - This corporation is to exist perpetually.

ARTICLE 3 - The general purposes for which this corporation is organized is:

(a) To own, operate, manage, conduct and carry on a restaurant or café business, as well as all other types of food and beverage businesses and activities of whatsoever nature and kind permitted by law, particularly specializing in, but not limited to, those involving the preparation, manufacture, marketing, importing, exporting, purchasing and sale of Peruvian food and beverages; and such other activities and businesses incidental or similar thereto; both at wholesale and/or at retail, as either owner, manager, principal or agent, through the use of restaurants, stores, vending machines or motor vehicles.

(b) To do anything which a corporation may lawfully do under the laws of the State of Florida.

ARTICLE 4- The street and mailing address of the initial principal office of the corporation is: 657 South Drive, Miami Springs, Florida 33166.

ARTICLE 5- The aggregate number of shares of stock which the corporation shall have authority to issue is 100 shares of no par value, capital stock.

ARTICLE 6- The street address of the initial registered office of the corporation is 24000 Tennessee Road, Homestead, Florida 33031;

and the name of its initial registered agent at such address is:  
Morton H. Silver.

ARTICLE 7- This corporation shall have not less than one director on the Board of Directors initially. The By-Laws may increase or diminish the number of directors, but shall never be less than one. The name(s) and address(es) of the member(s) of the first Board of Directors are:

Name: Morton H. Silver  
Address: 24000 Tennessee Road, Homestead, Florida 33031;

ARTICLE 8- The name and address of each incorporator of the corporation is:

Name: Morton H. Silver  
Address: 24000 Tennessee Road, Homestead, Florida 33031;

  
Incorporator

STATE OF FLORIDA:

Acknowledgment

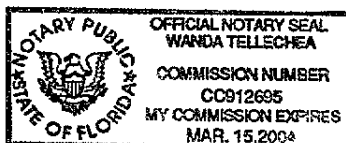
COUNTY OF DADE :

PERSONALLY APPEARED before me, the undersigned authority, Morton H. Silver, to me well known as the person(s) described as Incorporator(s) in the above Articles of Incorporation, and acknowledged it to be his/her/their deed.

WITNESS my hand and seal this 22 day of August 2001 at City of Miami, County of Dade, State of Florida.

  
Notary Public- State of Florida

My Commission Expires:



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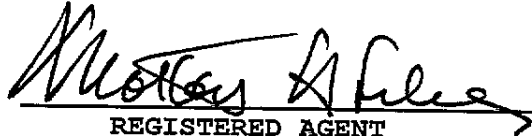
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REGISTERED AGENT ACCEPTANCE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above named corporation and to act as its Registered Agent at the place designated in the foregoing Certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of said duties.

Dated: August 20, 2001.



REGISTERED AGENT

Morton H. Silver

24000 Tennessee Road

Homestead, Florida 33031