Florida Department of State

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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255

: (305)634-3694

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FLORIDA PROFIT CORPORATION OR P.A.

92ND STREET HAMBERGERS, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION OF 92ND STREET HAMBURGERS, INC.

ARTICLE I

OLOGO 13 WILLIAM The name of this corporation shall be 92ND STREET HAMBURGERS, INC. ("Corporation

ARTICLE II

The term of existence of the Corporation is perpetual, unless sooner dissolved according to law. The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III

The purpose for which the Corporation is organized is to transact any and all lawful business for which corporations may be organized to transact, and to do such other things as is incidental, necessary or desirable in order to accomplish the same.

ARTICLE IV

The aggregate number of shares which the Corporation is authorized to issue is one hundred (100) shares of common stock, having no par value. Each share shall have identical rights and privileges in every respect. The Corporation is authorized to hold any and all unissued shares.

ARTICLE V

The street address of the Corporation's principal office is: 7225 NW 68th Street, #10, Miami, Florida 33166. The Corporation's mailing address is: P.O. Box 432720, South Miami, FL 33243.

Articles of Incorporation prepared by:

n1000121147

Richard F. Joyce, Esq. P.O. Box 43-0991 South Miami, FL 33243-0991 Tel.: (305) 665-5555 Florida Bar No.: 0915701

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ARTICLE VI

The street address of the Corporation's initial registered office is: 7225 NW 68th Street, #10, Miami, Florida 33166. The Corporation's initial registered agent at this address is: EMILIO CABRERA, JR.

ARTICLE VII

The management and exercise of corporate powers are to be carried on by the following named appointed officers of the Corporation:

Emilio Cabrera, Jr.

President

HILDA I. CABRERA

Secretary / Treasurer

ARTICLE VIII

The shareholders reserve the right to themselves as shareholders to fix any compensation of officers and/or agents it may name to carry on the business of the Corporation.

ARTICLE IX

The Corporation shall not have a Board of Directors as permitted by Section 607.0732 of the Florida Statutes. Any action required or permitted to be taken by an officer under any provision of law shall bind the Corporation. The Corporation shall indemnify and hold harmless any and all officers to the full extent permitted by law.

ARTICLE X

The shareholders of the Corporation shall adopt By-Laws for the government of the Corporation, which shall be subordinate only to the Certificate of Incorporation and the laws of the United States and the State of Florida. The powers to adopt, alter, amend or repeal the By-Laws

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shall be vested in the shareholders subject to the procedure set forth in the By-Laws.

ARTICLE XI

The shareholders of the Corporation shall include in the By-Laws or enter into an agreement for, restrictions regarding the sale, transfer or other disposition of any of the outstanding or unissued stock of the Corporation.

ARTICLE XII

The name and addresses of the persons signing the Articles of Incorporation are:

EMILIO CAERERA, JR.

7225 NW 68th Street, #10

Miami, Florida 33166

HILDA I. CABRERA

7225 NW 68th Street, #10 Mizmi, Florida 33166

INWITNESS WHEREOF, these Articles of Incorporation have been executed on December 12.

2001.

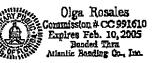
EMILIO CABRERA, JR., President

HILDA I CABRERA, Secretary / Treasurer

STATE OF FLORIDA COUNTY OF MIAMI-DADE

BEFOREME, personally appeared, EMILIO CABRERA, JR. and HILDAI. CABRERA, on December 22, 2001, who are personally known to me, and who after being duly sworn, executed the foregoing Articles of Incorporation of 92ND STREET HAMBURGERS, INC.

NOTARY PUBLIC, State of Florida



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Articles of Incorporation 92nd Street Hamburgers, Inc.

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

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

That 92ND STREET HAMBURGERS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 7225 NW 68th Street, #10, Miami, Florida 33166, in Miami-Dade County, Florida, has named, EMILIO CABRERA, JR. of 7225 NW 68th Street, #10, Miami, Florida 33166, as its Agent to accept service of process within the State of Florida.

DATED: December 12, 2001.

92ND STREET HAMBURGERS, INC.

EMILIO CABRERA, JR.
Title: President

Having been named to accept service of process for 92ND STREET HAMBURGERS, INC., 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.

DATED: December ____, 2001

REGISTERED AGENT 92ND STREET HAMBURGERS, INC.

By: exaction

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