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FLORIDA PROFIT CORPORATION OR P.A.

92ND STREET HAMBERGERS, INC.

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

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ARTICLE I

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 68<sup>th</sup> Street, #10, Miami, Florida 33166. The Corporation's mailing address is: P.O. Box 432720, South Miami, FL 33243.

*Articles of Incorporation prepared by:*

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 68<sup>th</sup> 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

ARTICLES OF INCORPORATION  
92ND STREET HAMBURGERS, INC.

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 CABRERA, JR.                      7225 NW 68<sup>th</sup> Street, #10  
Miami, Florida 33166

HILDA I. CABRERA                      7225 NW 68<sup>th</sup> Street, #10  
Miami, Florida 33166

IN WITNESS 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

BEFORE ME, personally appeared, EMILIO CABRERA, JR. and HILDA I. CABRERA, on December 12, 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

 Olga Rosales  
Commission # CC 991610  
Expires Feb. 10, 2005  
Banded Thru  
Atlantic Bonding Co., Inc.

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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 68<sup>th</sup> Street, #10, Miami, Florida 33166, in Miami-Dade County, Florida, has named, EMILIO CABRERA, JR. of 7225 NW 68<sup>th</sup> 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.

By: 

EMILIO CABRERA, JR.  
Title: President

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TALLAHASSEE, FLORIDA

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 12, 2001

REGISTERED AGENT  
92ND STREET HAMBURGERS, INC.

By: 

EMILIO CABRERA, JR.

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