

PO200000 2211

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000003689 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: ASTRID BUTTARI, Legal Assistant
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
Account Number : 075471001363
Phone : (305)374-5600
Fax Number : (305)374-5095

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN -7 AM 11:50

FLORIDA PROFIT CORPORATION OR P.A.

A LA CUBA, INC.

PS 1/8/02

FAX AUDIT NO.: H02000003689

**ARTICLES OF INCORPORATION
OF**

A LA CUBA, INC.

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

**ARTICLE I
NAME**

The name of the corporation is **A LA CUBA, INC.** (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

c/o Pedro A. Freyre, Esq.
One S. E. Third Avenue, 28th Floor
Miami, Florida 33131

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is Ten Thousand (10,000) shares, \$0.01 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV
INITIAL DIRECTORS**

The Corporation shall have one (1) directors initially who shall be appointed by the Incorporator. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1).

FAX AUDIT NO.: H02000003689

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN - 7 AM 11:50

FAX AUDIT NO.: H02000003689

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is: One S.E. Third Avenue, 28th Floor, Miami, Florida 33131. The name of the Corporation's initial registered agent at that address is: Pedro A. Freyre, Esq.

ARTICLE VI
INCORPORATOR

The name and street address of the incorporator of the Corporation is: Pedro A. Freyre, Esq., One S.E. Third Avenue, 28th Floor, Miami, Florida 33131.

ARTICLE VII
INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 7th day of January, 2002.



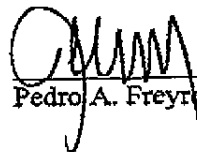
Pedro A. Freyre, Incorporator

02 JAN -7 AM 11:50
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned executes this Certificate this 7th day of January, 2002.



Pedro A. Freyre