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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

FILED
02 MAR 20 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: ----- Amigo Beverages Discount, Inc.
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$_____

FROM: Amigo Beverages Discount, Inc.

Name (printed or type)

1186 NW 124 Avenue

Address

Miami, Florida 33182

City, State & Zip Code

305-551-7992

Telephone number

Note: Please provide the original and one copy of the Articles.

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ARTICLES OF INCORPORATION

The undersigned incorporator (s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt (s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Amigo Beverages Discount, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1186 NW 124 Avenue
Miami, Fl. 33182

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares @ \$1.00 par value

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ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Sandra Fernandez
1186 NW 124 Avenue
Miami, Fl. 33182

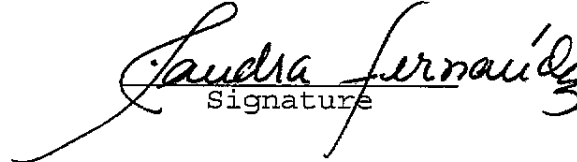
ARTICLE V INCORPORATOR (S)

The name (s) and street address (es) of the incorporator (s) to these Articles of incorporation is (are) :

Sandra Fernandez
1186 NW 124 Avenue
Miami, Fl. 33182

President / Secretary

The undersigned incorporator (s) has (have) executed these Articles of incorporation this 18 day of MARCH 2002.


Signature

Signature

Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISION OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE
REGISTERED OFFICE. REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is Amigo Beverages Discount, Inc.

The address of the corporation is 1186 NW 124 Avenue
Miami, Fl. 33182

The name and address of the registered agent and office

Sandra Fernandez

Name

1186 NW 124 Avenue

P O Box or Mail Drop Not acceptable)

Miami, Fl. 33182

(City / State / Zip)

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Having been named as registered agent and to accept services of
process for the above stated corporation at place designated in
this certificate. I hereby accept the appointment as registered
agent and agree to act in this capacity. I further agree to comply
with the provisions of all statutes relating to the proper and
complete performance of my duties, and I am familiar with and
accept the obligations of my position as registered agent.

Sandra Fernandez
(Signature)

03/18/2002
(Date)

DIVISION OF CORPORATION, P O BOX 6327, TALLAHASSEE, FL. 23214