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FLORIDA PROFIT CORPORATION OR P.A.

SEACOAST VENTURES INC.

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ARTICLES OF INCORPORATION
OF
SEACOAST VENTURES INC.

Article I - Name

The name of this corporation is SEACOAST VENTURES INC.

Article II - Principal Place of Business

The principal place of business of the Corporation is 5101 Collins Avenue, Miami Beach, Florida 33130 and the mailing address is c/o Stuart J. Haft, Esq., 321 Royal Poinciana Plaza, Palm Beach, Florida 33480.

Article III - Duration

This corporation shall exist perpetually commencing on the date these Articles are filed with the Secretary of State's office.

Article IV - Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the Florida General Corporation Law.

Article V - Capital Stock

The corporation shall have the authority to issue One Thousand (1,000) shares of common stock, each having a par value of One Dollar (\$1.00) per share.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is c/o Alley Maass Rogers & Lindsay, 321 Royal Poinciana Plaza, Palm Beach, Florida 33480 and the name of the initial registered agent of this corporation at that address is Stuart J. Haft, Esq.

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Article VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one (1).

The name and address of the initial director of this corporation is:

Alex Meruelo
9550 Firestone Boulevard, Suite 105
Downey, CA 90241

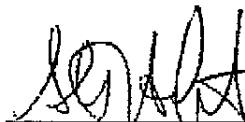
Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is Stuart J. Haft, Esq., 321 Royal Poinciana Plaza, Palm Beach, Florida 33480.

Article IX - Indemnification

The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of other rights to which those indemnified may be entitled under any bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of April, 2002.



Stuart J. Haft, Esq.
Incorporator

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Acceptance of Registered Agent Designation

The undersigned, Stuart J. Haft, Esquire, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.



Stuart J. Haft, Esquire

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