

MICHAEL C. GONGORA
Attorney and Counselor At Law

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May 9 2000

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

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-05/31/02--01039--002
*****78.75 *****78.75

RE: OLIVOS CAFE, INC.

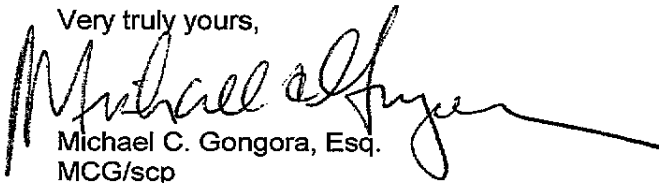
Dear Sir or Madame:

Enclosed please find my law firm check in the amount of \$78.75 along with Articles of Incorporation along with a copy incorporating Olivos Cafe, Inc. for filing.

Kindly assign a document number and return a stamped copy of the Articles of Incorporation directly to the incorporator. Thank you for your assistance in this matter.


If you have any questions please do not hesitate to contact me.

Very truly yours,


Michael C. Gongora, Esq.
MCG/scp

Enc: check
Articles of incorporation

FILED
02 MAY 31 PM 3:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA


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**ARTICLES OF INCORPORATION
OF
A FLORIDA CORPORATION**

ARTICLE I

CORPORATE NAME

The name of this corporation shall be

Olivos Cafe, Inc.

A Florida corporation.

ARTICLE II

NATURE OF CORPORATE BUSINESS

To engage in the rendering of services of a restaurant/cafe and to further carry on any and all business authorized by the laws governing the State of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares at \$.10 per share par value.


ARTICLE IV

INITIAL REGISTERED AGENT

The corporation's initial registered agent in the State of Florida shall be:

Michael C. Gongora, Esq.
407 Lincoln Road, Suite 701
Miami Beach, FL 33139

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Michael C. Gongora

ARTICLE V

CORPORATION'S PRINCIPAL OFFICE AND MAILING ADDRESS

10141 E. Bay Harbor Dr., Unit 5A
Bay Harbor Island, FL 33154

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TALLAHASSEE FLORIDA

ARTICLE VI CORPORATION'S REGISTERED OFFICE ADDRESS

407 Lincoln Road, Suite 701
Miami Beach, FL 33139

ARTICLE VII BOARD OF DIRECTORS

The number of Directors for this corporation shall be no less than one and no more than six.

ARTICLE VIII INITIAL DIRECTORS/OFFICERS

The names and post office addresses of each member of the first Board of Directors are:

Antonio Costa, President
10141 E. Bay Harbor Dr., Unit 5A
Bay Harbor Island, FL 33154

ARTICLE IX INCORPORATORS

The names and post offices addresses of each incorporator executing these Articles of Incorporation are:

Antonio Costa
10141 E. Bay Harbor Dr., Unit 5A
Bay Harbor Island, FL 33154

ARTICLE X VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of outstanding common shares.

ARTICLE XI BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and Shareholders.

ARTICLE XII

APPROVAL OF SHAREHOLDERS

The approval of Shareholders of this Corporation to any plan of merger shall be required in every case, whether or not, such approval is required by law.

ARTICLE XIII

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XIV

INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any further Officer or Director, to the full extent permitted by law.

ARTICLE XV

AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto and any right conferred upon the shareholders is subject to reservation.

That I, the undersigned incorporator for the purposes of forming a corporation to do business within that State of Florida, do hereby make and file these Articles of Incorporation, declaring and certifying that the facts stated herein are true and correct.

Antonio Costa 05/28/02
Antonio Costa Date

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02 MAY 31 PM 3:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA