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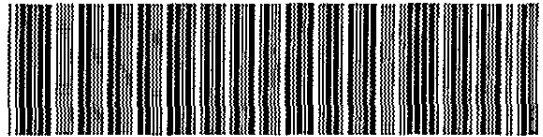
(Business Entity Name)

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02 NOV 12 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

8/11/3

**NIEVES, MELON TAX & ACCOUNTING SERVICES, INC.**  
**1486 S. SEMORAN BLVD**  
**ORLANDO, FL 32807**

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

Dear Sir or Madam:

Enclosed you will find the articles of Incorporation for LAS CARRETHAS  
RESTAURANT INC, along with a check for \$70.00 for filing, certify copy and  
registered agent designation fees.

Please send acknowledgment to:

Nieves Melon Tax & Accounting Services, Inc.  
1486 S. Semoran Blvd.  
Orlando, FL 32807

**ARTICLES OF INCORPORATION  
OF  
LAS CARRETAS RESTAURANT INC.**

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02 NOV 12 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator makes, acknowledges, and files with the Department of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

**ARTICLE I**

*Name and Address*

The name of this corporation shall be LAS CARRETAS RESTAURANT INC., and its principal place of business shall be 1375 S. SEMORAN BLVD. ORLANDO, FL 32807; but it may establish branch offices at any other points deemed advisable by its board of directors within the State of Florida.

**ARTICLE II**

*Term of Existence*

This corporation shall have a perpetual existence.

**ARTICLE III**

*Nature of Business*

The purpose or purposes for which the corporation is organized is to engage or transact in any and all lawful activities or business specially in the RESTAURANT BUSINESS and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by any other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the State, territory, district, or possession of the United States, or by the foreign country.

**ARTICLE IV**  
*Capital Structure*

The maximum number of shares of stock that this corporation is authorized to have at any one time is ONE THOUSAND (1,000) shares of common stock, having no par value.

**ARTICLE V**  
*Initial Registered Agent and Registered Office*

The initial registered agent of this corporation shall be CORNELIO MATOS. The street address of the initial registered office of this corporation is 9216 AMITY CT. ORLANDO, FL. 32817.

**ARTICLE VI**  
*Board of Directors*

There shall be a Board of Directors for this corporation which shall consist of not less than one (1), except for the number constituting the initial Board of Directors, the number of directors shall be decided by resolution of the shareholders.

**ARTICLE VII**  
*Initial Board of Directors*

The names and street address of the members of the initial Board of Directors of this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignations, removal from office or deaths:

CORNELIO MATOS

9216 AMITY CT.  
ORLANDO, FL 32817

**ARTICLE VIII**  
*Incorporator*

The name and street address of the incorporator is:

CORNELIO MATOS

9216 AMITY CT.  
ORLANDO, FL 32817

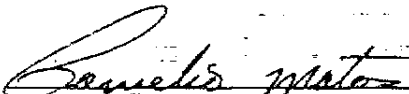
**ARTICLE IX**  
*Bylaws*

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors or the shareholders.

**ARTICLE X**  
*Amendment of Articles of Incorporation*

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, propose by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the incorporator executed these Articles of Incorporation this 8TH day of NOVEMBER 2002.

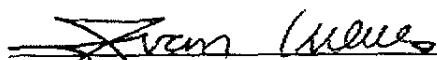
  
\_\_\_\_\_  
CORNELIO MATOS

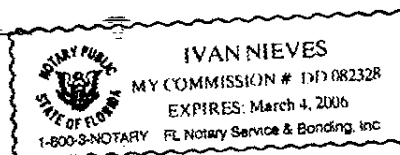
**STATE OF FLORIDA  
COUNTY OF ORANGE**

FILED  
02 NOV 12 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Before me personally appeared CORNELIO R. MATOS to me well known and known to me to be the individual described in and who executed the above foregoing, Articles of Incorporation and acknowledged before me that the above individual executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 8TH day of NOVEMBER 2002.

  
NOTARY PUBLIC-STATE OF FLORIDA  
My commission expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with the Florida Business Corporation Act, the following is submitted:

That LAS CARRETAS RESTAURANT INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of ORLANDO, State of Florida, has named CORNELIO MATOS, located at 9216 AMITY CT., ORLANDO, FL 32817, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, 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.

  
CORNELIO MATOS