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TALLAHASSEE, FLORIDA

LAW OFFICES

Rosillo & Rosillo

SUITE 100 525 NORTHWEST 27TH AVENUE

Miami, Florida 33125

ALBERT P. ROSILLO
ALBERT ROSILLO, JR.

TELEPHONE (305) 643-4616
FAX (305) 643-4618

May 14, 2003

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

**Re: Articles of Incorporation
EVELANA CORPORATION**

Gentlemen:

Enclosed please find Articles of Incorporation of **EVELANA CORPORATION, a Florida Corporation**, for filing.

Enclosed you will also find my Check No. 7047 in the sum of \$78.75, to cover the following:

Filing Fee	\$35.00
Reg. Agent Designation	35.00
Certified Copy	8.75

Thank you for your cooperation in this matter.

Very truly yours,


ALBERT P. ROSILLO

APR:mm
enclosure

ARTICLES OF INCORPORATION
OF
EVELANA CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATORS to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

Article I

Name of Corporation

The name of this Corporation is **EVELANA CORPORATION**, a Florida Corporation.

Article II

Term of Existence

This Corporation shall exist perpetually.

Article III

Purpose

To merchandise, sell, offer for sale, and distribute at wholesale and retail, foods and foodstuffs of all kinds and descriptions, whether in bulk, package, bottle, or can, including beverages of all kinds and for all purposes and to generally deal in groceries and grocery products.

To engage in the dispensing of beverages and food, operating as a bar, restaurant, and cafeteria.

To engage in the business of establishing, maintaining, and operating a grocery store and restaurant/cafeteria in all of its phases, including, without being limited to, the buying, selling, leasing, renting, maintaining, using, operating, installing and distributing of all materials, equipment and personal property appurtenant or incident to and useful in the operation of said businesses upon public or private property; and to purchase, own, hold, convey, and otherwise use and enjoy real and personal property of all kinds for the

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operation of the aforesaid business, and in connection therewith, to acquire, construct, maintain and operate buildings and equipment deemed necessary or convenient in connection therewith.

To conduct a business in, have one or more offices in, buy, hold, mortgage, sell, convey, lease or otherwise dispose of real estate and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To contract debts, borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness, as required.

To purchase the corporate assets of any other corporation, engaged in the same or similar character or business.

To guarantee, endorse, purchase, hold, sell, transfer, pledge, mortgage, or otherwise acquire or dispose of the shares of the capital stock, or any bonds, securities or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and the owner of such stock shall exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To carry on any lawful business necessary or incidental to the attainment of the objects of this corporation, whether or not such business is similar in nature to the objects enumerated in these Articles of Incorporation.

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Article IV

Capital Stock

The maximum number of shares of stock which this Corporation shall have outstanding at any time shall be **one hundred shares**, which shall be common stock of no par value.

All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in property, real or personal, or in services, at a true valuation thereof.

Article V

Preemptive Rights

If the capital stock of this Corporation is increased and new shares of stock are issued, the holder of original stock shall be entitled to subscribe to the new issue in preference to non-holders and on equal terms with other holders of the original stock in the proportion that the number of the original shares held by him bear to the total outstanding number of the original shares held by him bear to the total outstanding number of the original shares.

Article VI

Initial Registered Office and Registered Agent

The Initial Registered Agent of this Corporation is **and** the street address of the Corporation's initial Registered Office in the State of Florida is **800 S.W. 8th Street, Miami, Florida 33130**. The Corporation's principal office and the mailing address are: **800 S.W. 8th Street, Miami, Florida 33130**

The directors may, from time to time, by majority vote, move the principal office to any other address in the State of Florida.

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Article VII

Board of Directors

The number of directors constituting the initial Board of Directors of this Corporation shall be two (2) and the name and address of each person who is to serve as member thereof is as follows:

LUCAS E. HERNANDEZ	11980 S.W. 43rd Street Miami, Florida 33175
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ANA M. HERNANDEZ	11980 S.W. 43rd Street Miami, Florida 33175
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Article VIII

Incorporators

The name and post office address of the Incorporators of these Articles of Incorporation are:

LUCAS E. HERNANDEZ	11980 S.W. 43rd Street Miami, Florida 33175
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ANA M. HERNANDEZ	11980 S.W. 43rd Street Miami, Florida 33175
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Article IX

Amendments

These Articles of Incorporation may be amended in the following manner:

1. The Board of Directors shall adopt the resolutions setting forth the proposed Amendment and, if shares have been issued, directing that it be submitted to a majority vote at a meeting of shareholders, which may be either the annual or a special meeting. If no shares have been issued, the amendment shall be adopted by a vote of the majority of Directors and the provisions for adopting by shareholders shall not apply.
2. By all of the Directors and all of the stockholders of the Corporation eligible to vote signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted.

I, **LUCAS E. HERNANDEZ** having been named to accept service of process for **EVELANA CORPORATION**, a Florida Corporation, at the place designated herein, do hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping said office open.



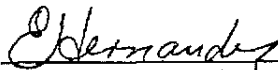
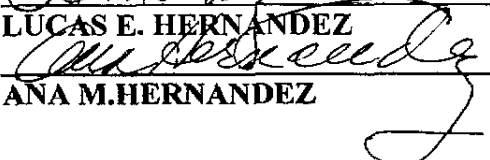
LUCAS E. HERNANDEZ

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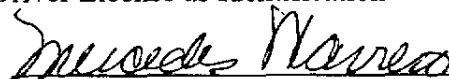
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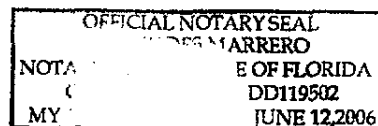
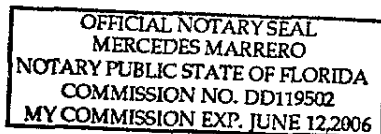
IN WITNESS WHEREOF, the undersigned Incorporator have set their hand and seal, this 12 day of May, 2003.


LUCAS E. HERNANDEZ

ANA M. HERNANDEZ

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 13 day of May 2003, by **LUCAS E. HERNANDEZ AND ANA M. HERNANDEZ**, Incorporators and Registered Agent, who produced a Florida Driver License as Identification.


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