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Fax Number : (850) 205-0381

From:  
Account Name : BAXTER & ELIAS, LLP  
Account Number : I20020000169  
Phone : (305) 823-2300  
Fax Number : (305) 823-3429

FLORIDA PROFIT CORPORATION OR P.A.

Sergio & Elizabeth, Inc.

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D. WHITE JUN 30 2003

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**ARTICLES OF INCORPORATION**  
In compliance with Chapter 607 and/or 621, F.S. (Profit)

**ARTICLE I - NAME**

The name of the corporation shall be: Sergio & Elizabeth, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business/mailling address is: 4410 West 16<sup>th</sup> Avenue, Bay 22,  
Hialeah, Florida 33012

**ARTICLE III - SHARES**

The corporation shall have the authority to issue 2,000 shares of common stock, par value  
\$.01 per share.

**ARTICLE IV - BOARD OF DIRECTORS**

The name of each member of the Corporation's Board of Director is:

Sergio O. Hernandez

Elizabeth Hernandez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no  
less than one Director. The number of Directors may be increased or decreased from  
time to time in accordance with the By-Laws of the Corporation. The election of  
Directors shall be done in accordance with the By-Laws. The Directors shall be  
protected from personal liability to the fullest extent permitted by applicable law.

**ARTICLE IV - REGISTERED AGENT**

The name and Florida street address of the registered agent is:

Jeffrey L. Baxter, Esq.  
Baxter & Elias, LLP  
15500 New Barn Road, Suite 104  
Miami Lakes, Florida 33014

Jeffrey L. Baxter, Esq. | Fl Bar Member 39659  
15500 New Barn Road, Suite 104  
Miami Lakes, Florida 33014  
Telephone: 305-823-2300

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**ARTICLE VI - INCORPORATOR**

The name and address of the Incorporator is:

Jeffrey L. Baxter, Esq.  
Baxter & Elias, LLP  
15500 New Barn Road, Suite 104  
Miami Lakes, Florida 33014

.....  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certification, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

J. L. Baxter  
Signature - Resident Agent

6/27/2003  
Date

J. L. Baxter  
Signature - Incorporator

6/27/2003  
Date