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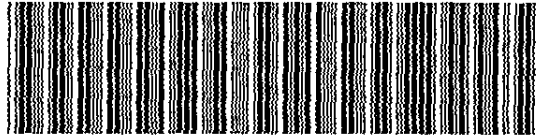
(Business Entity Name)

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EFFECTIVE DATE
9-25-03

09/29/03--01127--017 **78.75

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F. CHS 25M

OCT 10

Arty V. Cholminski
3011 Ridge Avenue
Sarasota, FL 34235

September 26, 2003

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Gentlemen:

Enclosed please find Articles of Incorporation for Cafe-Con-Leche of Sarasota, Inc., A Florida Corporation. Please register this corporation and it's Registered Agent in accordance with applicable Florida law. Enclosed is my check for \$78.75 as outlined herein,

Corporate filing fee	\$35.00
Registered agent fee	35.00
Certified Copy ret'd fee	8.75
	<hr/>
Total check	<u>\$78.75</u>

Thank you in advance for assistance in this matter. Should you have questions, please call me or my Administrative Assistant and Typist, Ginny Cladin at 941-365-7938.

Thank you,

Arty V. Cholminski

A handwritten signature in black ink, appearing to read "Arty V. Cholminski", written in a cursive style.

**ARTICLES OF INCORPORATION
OF
Cafe-Con-Leche of Sarasota, Inc.**

(Pursuant to Chapter 607 and/or 621, Florida Statutes)

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**Article 1.
Name**

The name of the corporation is Cafe-Con-Leche of Sarasota, Inc., a Florida Corporation.

**Article 2.
Duration**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department.

**Article 3.
Purpose**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607 and/or 621, Florida Statutes, as now exists or may after be amended.

This corporation shall have the broad general powers set forth in Chapter 607.0302, Florida Statutes, and the purpose for which this corporation is organized is the operation of a restaurant.

**Article 4.
Capital Stock**

The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

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Article 5.
Pre-Emptive Rights

Every shareholder, upon the sale of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article 6.
Initial Registered Office

The initial registered office of this corporation is: 3011 Ridge Avenue, Sarasota, FL 34235 and the initial registered agent of this corporation at that address is, Luis R. Ortiz, who by his signature hereon states that he is hereby familiar with and accepts the duties and responsibilities as registered agent for said corporation.

Article 7.
Initial Board of Directors

This corporation shall have Two Director(s) constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the by laws; however, there shall never be less than one Director nor more than three. Voting for Directors shall be under the cumulative vote system. The name and address of the initial Board of Directors of the corporation is:

NAME	TITLE OF OFFICERS/DIRECTORS	ADDRESS
Arty V. Cholminski,	President	3011 Ridge Avenue, Sarasota, FL 34235
Luis R. Ortiz,	Vice President	3011 Ridge Avenue, Sarasota, FL 34235

Article 8.
Principal Office and Mailing Address

The principal office and mailing address for this corporation is as follows:

3011 Ridge Avenue, Sarasota, FL 34235

Article 9.
Incorporator

The name and address of the Incorporator is as follows:

Arty V. Cholminski, 3011 Ridge Avenue, Sarasota, FL 34235

Article 10.
Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

Article 11.
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

Article 12.
Commencement of Corporation Existence

In accordance with Section 607.167, Florida Statutes, the date when corporation existence shall commence is the date subscription and acknowledgement of these Articles of Incorporation. In the event these Articles of Incorporation are not filed within the time period set forth in Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of filing by the Secretary of State.

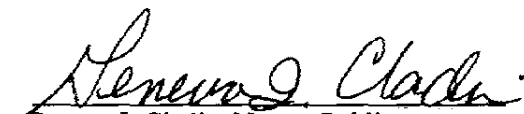
IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles of Incorporation on this 25th day of September, 2003.


Arty V. Cholminski, Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Arty V. Cholminski, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and has produced a Florida Driver License bearing number C455-018-68-191-0 as proof of identification.

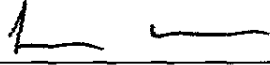
IN WITNESS WHEREOF, I have set my hand and seal in the State of Florida, County of Sarasota, this 25th day of September, 2003


Geneva I. Cladin, Notary Public

ACCEPTANCE BY REGISTERED AGENT

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

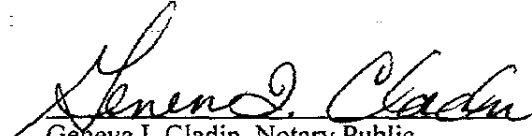
IN WITNESS WHEREOF, the undersigned Registered Agent on this 25th day of September, 2003.


Luis R. Ortiz, Registered Agent

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Arty V. Cholminski, known to be and known by me to be the person who has accepted the designation of Registered Agent of Cafe-Con-Leche of Sarasota, Inc., Inc. and has produced a Florida Driver License bearing number 9632-536-63-059-0 as proof of identification.

IN WITNESS WHEREOF, I have set my hand and seal in the State of Florida, County of Sarasota, this 25th day of September, 2003.


Geneva I. Cladin, Notary Public

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