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Division of Corporations

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Florida Department of State

Division of Corporations

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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**Morelia Mich, Corp.**

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**ARTICLES OF INCORPORATION  
MORELIA MICH, CORP.**

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

**ARTICLE I - NAME**

The name of the Corporation shall be: **MORELIA MICH, CORP.**

**ARTICLE II - EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE - III**

The general purpose of the business to be transacted by this Corporation is:

- A. Transact any and all lawful business activities including the operation of restaurants and all other related services. To purchase and sell products and merchandise at retail or wholesale.
- B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the accomplishment of the corporation purposes.
- C. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives or the furthermore of any of the purposes enumerated in these Articles of Incorporation or any amendment hereof necessary and incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful manner, pursuit necessary or incidental to the accomplishment of the purposes or objects of this corporation.
- D. The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

**ARTICLE - IV - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

946 W. State Rt. 436  
Altamonte Springs, FL 32714

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE - V - CAPITAL STOCK

This corporation is authorized to have 10,000 shares of \$1.00 par value common stock, which shall be designated common shares.

ARTICLE - VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Jesus Olvera  
8218 Woods Worth Dr.  
Orlando, FL 32817

The registered agent of the corporation may be changed at anytime without an amendment of these Articles.

ARTICLE - VII - INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

Jesus Olvera  
8218 Woods Worth Dr.  
Orlando, FL 32817

Maria Josefa Zamora  
8 Ulysses Drive  
Apopka, FL 32703

Ana Maria Raya  
200 W. Grossen Gacher Drive  
Apopka, FL 32712

ARTICLE - VIII - DIRECTORS

A Board of one or more Directors shall manage the business and affairs of the corporation. The Board of Directors establishes the number and composition of which Board shall from time to time.

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by stockholders, and approved at stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that the Articles of Incorporation be amended.

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IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 25<sup>th</sup> day of May 2004.

Jesus Olvera - Pres.  
Signature/Title

Ana M. Raza / Treasurer  
Signature/Title

Maria Inesja Zorrera / Vice Pres.  
Signature/Title

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared Mr. Jesus Olvera and acknowledged that he executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 27<sup>th</sup> day of May 2004.

Wanda S. Marrero

Notary Public - State of Florida

COMM. #

My commission expires:



Wanda S. Marrero  
My Commission DD246821  
Expires September 03, 2007

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CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED  
OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1 - The name of the corporation is: MORELIA MICH, CORP.  
2 - The name and address of the registered agent and office is:

Jesus Olvera  
8218 Woods Worth Dr.  
Orlando, FL 32817

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SIGNATURE Aya M. Rava  
(CORPORATE OFFICER)

TITLE TREASURER

DATE 5/26/04

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Jesus Olvera  
(RESIDENT AGENT)

DATE 5/26/04

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