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PICK-UP WAIT MAIL

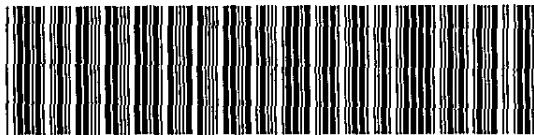
(Business Entity Name)

(Document Number)

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RECEIVED
05 JUN 15 AM 11:30
2005 JUN 15 PM 2:01
STATE
DEPARTMENT OF
REGISTRATIONS
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

T. Hampton JUN 16 2005

**LAZARUS
CORPORATE FILING SERVICE**

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ALL FLORIDA POTS & MORE CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

Walk in Pick up time 2.00
 Mail out Will wait Photocopy

Certified Copy
 Certificate of Status

NEW FILINGS

Profit
 Not for Profit
 Limited Liability
 Domestification
 Other

AMENDMENTS

Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

FILED

**ARTICLES OF INCORPORATION
OF**

2005 JUN 15 PM 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ALL FLORIDA POTS & MORE CORP.

ARTICLE I

The name of the Corporation is :

ALL FLORIDA POTS & MORE CORP.

ARTICLE II

The corporation may engage in or transact in any or all activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The Corporation is authorized to issue and have outstanding an aggregate number of **FIVE HUNDRED (500)** shares of one class of common stock, having a par value of **ONE (\$1.00) DOLLAR** per share.

This consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V

The Corporation initial Registered Agent and Principal Office in the
STATE OF FLORIDA are:

INITIAL REGISTERED AGENT: ROBERTO RODRIGUEZ GUTIERREZ

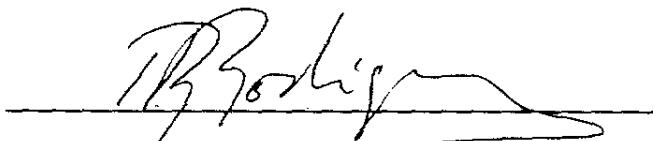
9761 SW 20TH ST

MIAMI, FL 33165

INITIAL PRINCIPAL OFFICE: 9761 SW 20TH ST

MIAMI, FL 33165

Having been named Initial Registered Agent to accept service of process of the Corporation at the Initial Principal Office designated in these Articles of the Incorporation, I hereby accept such consent to act in this capacity and agree to comply with all the requirements of the Law pertaining thereto.



ROBERTO RODRIGUEZ GUTIERREZ

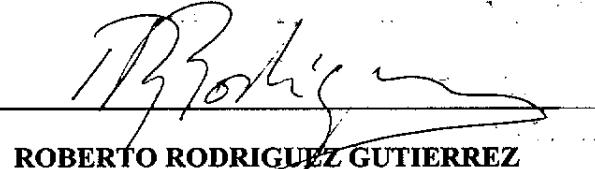
ARTICLE VI

The number of Directors constituting the Initial Board of Directors of the Corporation is **ONE**, the number of Directors may be increased or decreased from time to time by the **BY LAWS** but shall never be less than **ONE**.

ARTICLE VII

The name and address of the members of the Initial Board of Directors are :

NAME	ADDRESS
ROBERTO RODRIGUEZ GUTIERREZ	9671 SW 20 TH ST
P/S/T	MIAMI, FL 33165

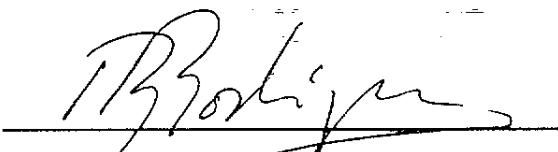


ROBERTO RODRIGUEZ GUTIERREZ

ARTICLE VIII

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

NAME	ADDRESS
ROBERTO RODRIGUEZ GUTIERREZ	9761 SW 20 TH ST
	MIAMI FL 33165



ROBERTO RODRIGUEZ GUTIERREZ

ACKNOWLEDGMENT

STATE OF FLORIDA)

COUNTY OF MAIMI-DADE)

Before me a Notary Public authorized to take acknowledgments in the **STATE OF FLORIDA** and **COUNTY OF MIAMI-DADE** set forth above personally appeared --ROBERTO RODRIGUEZ GUTIERREZ--know to me and by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set hereunto my hand and seal affixed in the STATE OF FLORIDA, COUNTY OF MIAMI-DADE, this 1ST day of, June 2005.



Mario Eduardo Mansito
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. DD 385489
MY COMMISSION EXPIRES JAN 30, 2009