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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : ARES & COMPANY, C.P.A., P.A.

Account Number : 120000000268 Phone : (305)229-8256 : (305)229-8252 Fax Number

FLORIDA PROFIT CORPORATION OR P.A.

BARRANQUILLA GRILL, INC.

Certificate of Status	0
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B. MeKalcht DD 04 750

September 30, 2005

FLORIDA DEPARTMENT OF STATE Division of Corporations P.O.Box 6327 Tallahassee, Fl. 32314

> Ref.: Rejection No. W05000024764 -- 05/17/05 BARRANQUILLAGRILL

Dear Sirs,

I am referring to my request for registration as shown above and the purpose of this letter is to advise that I have no intention to resubmit my request in the future.

Please note that one of the officers involved in the new request for filing of "Barranquilla Grill, Inc." sent to you under Fax Audit No. H05000221430 3 is my family member and that I have no objection accordingly.

Consequently you are free to proceed to register it.

Sincerely, enaida Contala

Zenaida Contador

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PAGE 001/001 Florida Dept of State



Secretary of State

September 28, 2005

ARES & COMPANY, C.P.A., F.A.

SUBJECT: BARRANQUILLA GRILL, INC. REF: W05000044830

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name you are requesting is unavailable, since it has been previously requested by another individual and the document was returned to the individual for corrections and has not yet been resubmitted.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes Document Specialist New Filings Section FAX Aud. #: H05000221430 Letter Number: 505A00059193

Elease see attached letter signed by the who requested the name before. Therefore we are serding again the new Cres & Company CPA, PA

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ARTICLES OF INCORPORATION

OF

BARRANQUILLA GRILL, INC.

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

BARRANQUILLA GRILL, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purpose proposed to be transacted and carried on by this corporation are to do any and all of the things, as fully and to the same extent as natural persons might do, viz:

PREPARED BY: ARES & COMPANY, CPA, P.A. 3636 SW 87TH AVE. MIAMI, FL. 33165

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Transact any and all lawful business.
(1) Said corporation shall further have powers:

To have perpetual succession by its corporate name,

BARRANQUILLA GRILL, INC.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of US\$10.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The name and street address of the initial Registered Agent of this corporation shall

be:

MARIA T. CONTADOR 15430 SW 20TH LANE MIAMI, FL. 33185

The business location and mailing address of the Corporation shall be:

15430 SW 20TH LANE MIAMI, FL. 33185

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ARTICLE VI

The initial Board of Directors and Shareholders shall be initially composed by TWO (2) persons, whose names and addresses are:

MARIA T. CONTADOR 15430 SW 20TH LANE MIAMI, FL. 33185

PRESIDENT

50% SHAREHOLDER

DIANA DE LOS REYES 14215 SW 50TH STREET

VICE-PRESIDENT -

50% SHAREHOLDER

MIAMI, FL. 33175

The name and address of the incorporator executing these Articles of Incorporation is:

MARIA T. CONTADOR 15430 SW 20TH LANE MIAMI, FL. 33185

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16th of September, 2005.

CONTADOR

PRESIDENT

VIČE-PRESIDENT

X

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the law 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:

BARRANQUILLA GRILL, INC.

2. The name and address of the Registered Agent and office is:

MARIA T. CONTADOR 15430 SW 20TH LANE MIAMI, FL. 33185

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 DUTTES AND I AM EAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:

MARIA T. CONTADOR

DATE:

E: <u>09/27/05</u>

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