

# P05000155501

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To:  
Division of Corporations  
Fax Number : (850)205-0381

From:  
Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

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

**ALLICIO KITCHENS, INC.**

Certificate of Status	0
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NOV 28 2005

**ARTICLES OF INCORPORATION**  
**OF**  
**ALLICIO KITCHENS, 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 laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is:

**ALLICIO KITCHENS, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

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

**18520 NW 67<sup>th</sup> Ave., Suite #126  
Miami, Florida, 33015**

**ARTICLE III - DURATION**

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 IV - PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States of America or the State of Florida.

**ARTICLE V - SHARES**

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 1000 shares, having an individual par value of \$1.00 each. Unless otherwise stated in these Articles of Incorporation, there shall be only (1) class of stock of this corporation.

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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI**  
**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the initial registered Agent of this corporation is:

- a) Registered Agent: **Manuel Betancourt**
- b) Street address: **18520 NW 67<sup>th</sup> Ave., Suite #126**  
**Miami Lakes, Florida, 33016**

**ARTICLE VII – INITIAL BOARD OF DIRECTORS**

This corporation shall have (2) two Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of the by laws of the corporation in the manner provided by law, but shall never be less than (1) one. The name and address of the initial Directors of this corporation are:

Directors:	<b>Manuel Betancourt</b>	<b>Elliot Betancourt</b>
	<b>18520 NW 67<sup>th</sup> Ave., Suite #126</b>	<b>18520 NW 67<sup>th</sup> Ave., Suite #126</b>
	<b>Miami, FL 33015</b>	<b>Miami, FL 33015</b>

**ARTICLE VIII – INCORPORATOR**

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

**Manuel Betancourt– 18520 NW 67<sup>th</sup> Ave, Suite #126, Miami, FL 33015**

**ARTICLE XI – AMENDMENT OF ARTICLES**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to these articles, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE X – PREEMPTIVE RIGHTS**

The shareholders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be negotiated by the interested stockholders. No stock holder of this corporation shall sell any stock of this corporation without first submitting the stock certificate along with a written offer to sell said stock during which time the corporation shall have the right to purchase said stock at a price equal to the written offer for a period of ninety days. The preemptive right of any shareholder is determined by the ratio of the authorized (authorized and issued) shares of common stock currently authorized (authorized and issued).

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23<sup>th</sup> day of November 2005.

  
\_\_\_\_\_  
Manuel Betancourt

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as Registered Agent for the above corporation for the purpose of accepting service of process at the registered office designated in the Articles of Incorporation, I accept such appointment and am familiar with and accept the obligations provided for in Section 607.325, Florida Statutes.

Dated this 23<sup>th</sup> day of November 2005.

  
\_\_\_\_\_  
Manuel Betancourt