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ARTICLES OF INCORPORATION

OF

PAPI'S PERUVIAN RESTAURANT CORP.



Article I - Name

The name of this corporation is PAPI'S PERUVIAN RESTAURANT CORP.

Article II - Purpose

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

Article III - Capital Stock

This corporation is authorized to issue FIVE hundred (500) shares of ONE and No/100 (\$ 1.00) DOLLAR par value common stock.

Article IV - Preemptive Rights

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

Article V - Initial Registered Office

The street address of the initial registered office and principal office of this corporation is:. 6451 STERLING ROAD DAVIE, FL 33314.

Article VI - Initial Board of Directors

This corporation shall have 2 director(s) initially. The number of directors may be either increased of diminished from time to time by the By-Laws, but shall never be less than one (1). The initial director(s) of this corporation is (are):

NAME

ADDRESS

ROSSANA SPURGEON 18554 N.E. 18TH AVE #165 N. MIAMI BEACH, FL. 33179

ROBERT MONDONEDO 306 BELLHAVEN LANE SPARTANBURG, SC. 29301

Article VII - Initial Officers

The name and street addresses of the initial officers of this corporation are:

Name Title Address

ROBERT MONDONEDO PRESIDENT 306 BELLHAVEN LANE

SPARTANBURG, SC. 29301

ROSSANA SPURGEON SEC./TREAS. 18554 N.E. 18TH AVE #165

N. MIAMI BEACH, FL. 33179

Article VIII - Incorporator

The name and address of the person signing these articles is:

ROSSANA SPURGEON 18554 N.E. 18TH AVE #165 N. MIAMI BEACH, FL. 33179

Article IX - Indemnification

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

Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and in the shareholders.

IN WITNESS THEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20TH DAY OF JUNE, 2006.

ROSSANA SPURGĚON

CERTIFICATE OF DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

OS JUN 27 CO

WITNESSETH:

That PAPI'S PERUVIAN RESTAURANT CORP desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named ROSSANA SPURGEON as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of PAPL'S **PERUVIAN** RESTAURANT CORP. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes, this 20TH DAY OF JUNE, 2006.

ROSSANA PURGEON