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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. WHITE JAN -8 2007

## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Mi Cafe Rico, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** Silvia Maria Paladino

Name (Printed or typed)

8256 Allendale Court

Address

Naples, Florida 34120

City, State & Zip

239-273-4011

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

ARTICLES OF INCORPORATION

OF

MI CAFÉ RICO, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

This corporation shall be known as: Mi Café Rico, Inc.

ARTICLE II - DURATION

The term of existence of this corporation is perpetual.

ARTICLE III - PURPOSE

This corporation may engage in, or transact, any and all lawful business and/or activities for which corporations may be incorporated under the laws of the United States of America, The State of Florida, and/or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation has authority to issue and have outstanding at any time is Seven Thousand Five Hundred (7,500), all of which shall be common shares having a par value of One (\$1.00) Dollar.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is as follows:

8256 Allendale Court  
Naples, Florida 34120

And the name of the initial registered agent at the aforementioned address is as follows:

Silvia Maria Paladino

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share of the new offering at the price at which it is offered to others.

ARTICLE VII - SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of sec. 1244 of the Internal Revenue Code and the regulations listed thereunder and the officers of the corporation shall take such actions as necessary, proper, and appropriate to accomplish compliance with all applicable law.

The stock of this corporation is further intended to qualify under the requirements of Subchapter S of the

Internal Revenue Code and the regulations listed thereunder and the officers of the corporation shall take such actions as are necessary, proper, and appropriate to accomplish compliance with all applicable law.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have the following number of directors initially:

One (1)  
Silvia Maria Paladino  
8526 Allendale Court  
Naples, Florida 34120

The number of directors may be either increased or decreased from time to time through the appropriate changes in the By-Laws but the number of directors shall never be less than One (1).

ARTICLE IX - INCORPORATOR

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

Silvia Maria Paladino  
8526 Allendale Court  
Naples, Florida 34120

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

*[Signature]*  
SIGNATURE/REGISTERED AGENT

1-5-07  
DATE

\_\_\_\_\_  
SIGNATURE/INCORPORATOR

\_\_\_\_\_  
DATE

STATE OF FLORIDA  
COUNTY OF COLLIER

I hereby certify that on this day, before me, an officer duly authorized to take acknowledgments in the State and County aforesaid, personally appeared Silvia Maria Paladino known to me to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

Witness my hand and seal in the County and State last aforesaid this 5 day of January, 2007

*[Signature]*  
NOTARY PUBLIC  
MY COMMISSION EXPIRES 12/22/2009

