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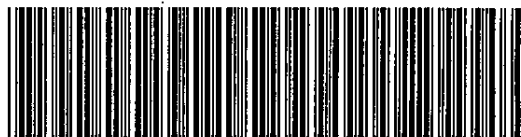
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TALLAHASSEE, FLORIDA

*J* 1/22/07

*Documents Completed & More, Inc.*

*Sonia Benites*  
*President*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 16, 2007

Secretary of State  
Division of Corporations  
409 East. Gaines Street  
Tallahassee, FL 32399

**RE: LA UNICA MERCEDES CAFE, INC.**

Dear Sir/Madam:

Enclosed please find, an original and a copy of Articles of Incorporation with a \$78.75 fee check to register the above referenced corporation. Also enclosed, please find a pre-stamped envelope for the return of the certificate and a stamped copy of the articles.

Thank you for your prompt response to this request.

Sincerely,



Sonia Benites

/sb  
Enclosure:

**ARTICLES OF INCORPORATION  
OF  
LA UNICA MERCEDES CAFE, INC.**

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TALLAHASSEE, FLORIDA

**Article I. Corporate Name**

The name of this corporation is LA UNICA MERCEDES CAFE, INC., and its principal place of business is to be located at, 20011 S.W. Gulfstream Road, Miami, FL 33189.

**Article II. Nature of Business and Powers**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**Article III. Capital Structure**

A. The Board of Directors can create any type of Capital Structure necessary for the operation of the corporation. There can be different stocks of Par Value and Non-Par Value.

B. The initial capital structure of LA UNICA MERCEDES CAFE, INC., is \$1.00 par value. The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having \$1.00 per par value.

**Article IV. Term of Existence**

This corporation shall have perpetual existence, commencing upon filing of these articles.

**Article V. Registered Agent and Initial Registered Office**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Lino Alvarez Merolez  
20011 S.W. Gulfstream Road  
Miami, FL 33189  
Tel: (305) 278-1917

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

## **Article VI. Board of Directors**

This Corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

## **Article VII. Initial Director**

The name of the initial director of this corporation and its street address is:

Lino Alvarez Merolez  
20011 S.W. Gulfstream Road  
Miami, FL 33189  
Tel: (305) 278-1917

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

## **Article VIII. Incorporator**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Lino Alvarez Merolez  
20011 S.W. Gulfstream Road  
Miami, FL 33189  
Tel: (305) 278-1917

## **Article IX. Officers**

Subject to the discretion of the Board of Directors, the affairs of the Corporation shall be administered by its officers, as designated herein, who shall serve at the pleasure of the Board of directors. Officers can be elected or appointed as determined by the Board, and may also be terminated by the Board. All other regulations concerning officers shall be determined by the Bylaws of the Corporation. Any individual can hold one or more positions as necessity dictates. The name and addresses of the initial officers are:

President	Lino Alvarez Merolez
50%	20011 S.W. Gulfstream Road
	Miami, FL 33189

Vice President:	Carlota O. Alvarez
50%	

**Article X. Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 16<sup>th</sup> day of January, 2007.

  
LINO ALVAREZ MEROLEZ, Incorporator

STATE OF FLORIDA :  
COUNTY OF DADE :

BEFORE ME, a Notary Public, personally appeared LINO ALVAREZ MEROLEZ.

\_\_\_\_\_ Who is personally known to me, or

X Who has produced Florida Driver's License, as identification, and executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 16<sup>th</sup> day of January, 2007.

  
Notary Public, State of Florida

My Commission Expires:



**Sonia Benites**  
Commission # DD295404  
Expires April 3, 2008  
Bonded Troy Fain - Insurance, Inc. 800-385-7019

### **ACCEPTANCE OF REGISTERED AGENT**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **LA UNICA MERCEDES CAFE, INC.**, is desiring to organize under the laws of the State of Florida, and has named, LINO ALVAREZ MEROLEZ, President, located at, 20011 S.W. Gulfstream Road, Miami, FL 33189, Tel: (305) 278-1917, Miami-Dade County, State of Florida, as its agent to accept service of process within this state.

### **ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open

  
LINO ALVAREZ MEROLEZ, Registered Agent

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