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**FLORIDA PROFIT/NON PROFIT CORPORATION  
GUEMBO'S & GRILL CORP**

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**ARTICLES OF INCORPORATION**  
**OF**  
**GUEMBO'S & GRILL CORP**

The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of incorporation.

**ARTICLE I NAME**

The name of the corporation shall be:

GUEMBO'S & GRILL CORP

The principal place of business of this corporation shall be:

2055 NW 22nd Ave  
Miami, FL 33142

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE III CAPITAL STOCK**

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

MARCOS O. TORRES - PRESIDENT  
100 SHARES AT (\$10.00) PER VALUE

**ARTICLE IV TERM OF EXISTENCE**

This corporation is to exist perpetually.

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The name and street address of the initial officer and director if any, who shall hold office the first year of the corporation's existence or until their successor is elected, is (are):

MARCOS O. TORRES  
219 NW 12 AVE APT 407  
MIAMI, FL 33128

SIGNATURE: \* 

TITLE: PRESIDENT / TREASURER / SECRETARY

DATE: May 24, 2021

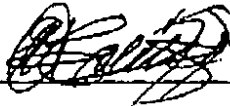
#### **ARTICLE VI INCORPORATOR (S)**

The name (S) and street address (ES) of the incorporator (S) to this article of incorporation is (are):

MARCOS O. TORRES  
219 NW 12 AVE APT 407  
MIAMI, FL 33128

**IN WITNESS WHERE OF**, the undersigned incorporator (s) has (have) executed these Articles of incorporation this.

Signature of Incorporates:

\* 

#### **ARTICLE VII EFFECTIVE DATE**

Effective date, if other than the date of filing: N/A

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws 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:

GUEMBO'S & GRILL CORP

2. The name and address of the registered agent and office is:

MARCOS O. TORRES  
219 NW 12 AVE APT 407  
MIAMI, FL 33128

SIGNATURE: 

DATE: May 24, 2021

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: 

DATE: May 24, 2021

Note: this document has been processed by S.G. GROUP, INC.