

P95000016249

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Tallahassee, Florida 32310

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Telephone:
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EFFECTIVE DATE
February 27, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Caudales Bakery, Inc.

400001416264
-02/27/95--01070--022
***122.50 ***122.50

Dear Sir:

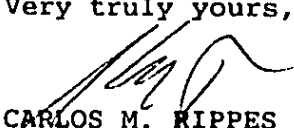
Enclosed herewith please find the original and two (2) duplicate copies of the Articles of Incorporation of this proposed corporation.

The duplicate copies have been subscribed and acknowledged by the subscribers in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copies, certify, and return the same to the undersigned.

A check is also enclosed for \$122.50 to cover the following:

Filing Fee:	\$35.00
Resident Agent Fee:	35.00
Certified Copy of Corporate Charter:	<u>52.50</u>
Total:	\$122.50

Very truly yours,


CARLOS M. RIPPES

CMR/mf
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 27 AM 10:21

KON 2-28

EFFECTIVE DATE

2-24-95

ARTICLES OF INCORPORATION

OF

CAUDALES BAKERY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 FEB 27 AM 10:21

The undersigned, in order to form a corporation for the purposes hereinafter states, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is: CAUDALES BAKERY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence. The corporate existence commences at the date of execution and acknowledgment of these Articles on the 24 day of FEB., 1995.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- a. To sell baked goods.
- b. To purchase, sell, lease, operate, own hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange, and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and

J.L.C

L.C.

intangible and including chooses in action, either as owner, broker, agent or factor.

c. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d. To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 60 shares at no par value.

J.L.C.

L.C.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without insurance of tractional shares) at the price at which it is offered to others.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of ^{and principal} this corporation is 1740 Palm Avenue, Hialeah, Florida 33010 and the name of the initial registered agent of this corporation at that address is Julio Luis Caudales.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have initially four directors. The number of directors may be either increased or diminished from time to time by the By-Laws. The names and addresses of the initial directors of this corporation until the first annul meeting of shareholders or until successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
JULIO LUIS CAUDALES	956 W. 68 Street Hialeah, FL 33014	President

LUIS CAUDALES	956 W. 68 Street Hialeah, FL 33014	Vice- President
LUIS CAUDALES	956 W. 68 Street Hialeah, FL 33014	Secretary
JULIO LUIS CAUDALES	956 W. 68 Street Hialeah, FL 33014	Treasurer

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these Articles is:

JULIO LUIS CAUDALES 956 W. 68 Street Hialeah, Florida 33014	LUIS CAUDALES 956 W. 68 Street Hialeah, Florida 33014
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ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24th day of FEB., 1995.

Julio Caudales
JULIO LUIS CAUDALES
President and Treasurer

Luis Caudales
LUIS CAUDALES
Vice-President and Secretary

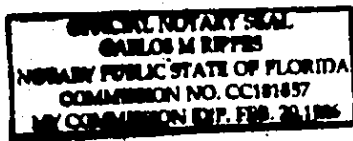
STATE OF FLORIDA

COUNTY OF DADE

The foregoing Articles of Incorporation was acknowledged
before me this 24 day of FEB, 1995 by JULIC LUIS
CAUDALES and LUIS CAUDALES who are personally known to me or who
have produced Fla. Driver's License
as identification.


NOTARY PUBLIC

My commission expires:



J.L.C.

L.C.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

The Persuance of Chapter 48.091, Florida Statutes the following is submitted in compliance with said Act:

That: CAUDALES BAKERY, INC. desiring to organize under the laws of the State of Florida, with its principle office, as indicated in the Articles of Incorporation at the City of Hialeah, County of Dade, State of Florida, has named:

JULIO LUIS CAUDALES
956 W. 68 Street
Hialeah, Florida 33014

Care of:
JULIO LUIS CAUDALES
1740 Palm Avenue
Hialeah, Florida 33010

As its agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above State Corporation, at the place designated in the Articles of Incorporation. I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Julio Caudales
JULIO LUIS CAUDALES
REGISTERED AGENT

2/24/95.