

P95000020301

PANCHO'S CORPORATION
C/O A & T Accounting and Taxes
7098 Bonita Drive
Miami Beach, Florida 33141

March 07, 1995

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

FILED
MAR 10 PM 3:30
TALLAHASSEE, FLORIDA

In Re: Incorporation of Pancho's Corporation

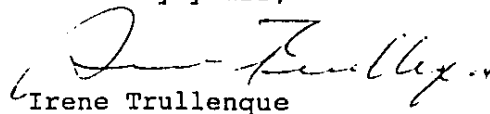
To Whom It May Concern,

Enclosed please find the Articles of Incorporation for the aforementioned corporation together with the Registered Agent Certificate and filing fees. Please file same and return the original recorded Articles and corresponding certificate to the following address:

Pancho's Corporation
c/o A & T Accounting and Taxes
7098 Bonita Drive
Miami Beach, Florida 33141

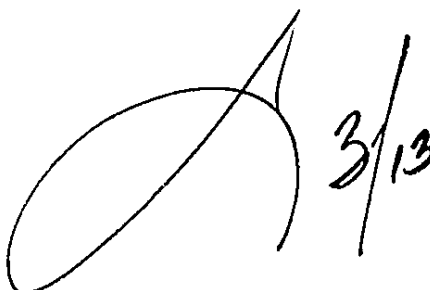
If you should have any questions, please do not hesitate to contact us at (305) 868-5365 or at the above styled address.

Sincerely yours,


Irene Trullenque

jt/IT

Enclosures


3/13

ARTICLES OF INCORPORATION
OF
PANCHO'S CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE
NAME

The name of the corporation is:

PANCHO'S CORPORATION

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws of the United States and/or of the State of Florida for which

corporations may be incorporated under Chapter 607 of the Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

1.) To engage in the production and entertainment business, including but not limited to the production and development of television programs, shows, musicals, theatrical presentations and any and all programs and business activities related to said industry;

2.) To engage in the business of operating a music and/or radio and/or record and/or television enterprise without limit to the scope of any particular sub-industry;

3.) To engage in the retail sales of any kind of promotional item, including but not limited to sporting goods, electronic goods, gifts, toys, suit cases, school & office supplies, perfumes, cosmetics, watches, household appliances, cleaning products and durable goods;

4.) To engage in the business of importing and exporting commodities, goods and any and all other materials, supplies and exportable/importable items permitted under the respective laws of the corresponding jurisdiction;

5.) To engage in the travel business and develop a business in the field of tourism which includes but is not limited to tourist guide services, travel services and any and all activities arising from and in connection with tourism;

6.) To engage in the money brokerage business as permitted under the respective jurisdiction in which said business shall be effected;

7.) To engage in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage operate , deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;

8.) Furthermore, the corporation may take lease, purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of, and to acquire, purchase, sell, assign, transfer, dispose of, and in general deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;

9.) To engage in the business of a retail and/or wholesale membership club and/or engage in the conduct of any

and all types of club related endeavors and/or ventures within and without the United States including but not limited to social and/or country clubs, merchandising clubs and gym and/or health related clubs;

10.) To engage and/or carry on a general construction, contracting, building, and realty management business, as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity;

11.) And to engage in any and all real estate activities both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated.

ARTICLE FOUR CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be Ten Thousand (10,000) shares. Each share representing 1/10,000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

ARTICLE FIVE REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

Irene Trullenque
7098 Bonita Drive
Miami Beach, Florida 33141

The corporate address and/or corporate headquarters
shall be located at:

999 South Bayshore Drive, Ste. # 1909
Miami, Florida 33131

ARTICLE SIX
INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors
initially. The name and address of the initial directors of
the corporation are:

Rafael Basurto Lara
999 South Bayshore Drive, Ste. # 1909
Miami, Florida 33131

Celina Carmen Fernandez
999 South Bayshore Drive, Ste. # 1909
Miami, Florida 33131

ARTICLE SEVEN
INCORPORATORS

The initial incorporators are as follows:

Rafael Basurto Lara
999 South Bayshore Drive, Ste. # 1909
Miami, Florida 33131

Celina Carmen Fernandez
999 South Bayshore Drive, Ste. # 1909
Miami, Florida 33131


ARTICLE EIGHT
BY-LAWS

The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

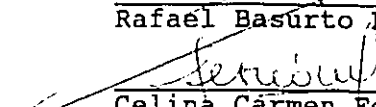
ARTICLE NINE
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporators hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals this 7th day of March, nineteen hundred and ninety five (1995).



Rafael Basurto Lara



Celina Carmen Fernandez

STATE OF FLORIDA)

)

)

COUNTY OF DADE)

)

s.s.

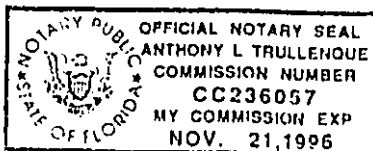
BEFORE ME, a Notary Public authorized to take
acknowledgments in the State of Florida, County of Dade,
and City of Miami Beach, personally appeared :

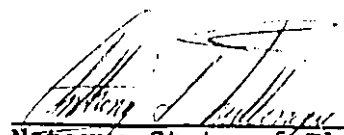
RAFAEL BASURTO LARA and CELINA CARMEN FERNANDEZ

and known to me and known by me to be the persons who
executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the State and County aforesaid,
this 7th day of March, nineteen hundred and ninety
five (1995).

My commission expires:




Notary: State of Florida

DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO THE FLORIDA STATUTES, the following is submitted
in compliance with said Statutes:

FIRST--That PANCHO'S CORPORATION is qualified to
do business under the laws of the State of Florida with its
principal office at 999 South Bayshore Drive, Ste. # 1909,
Miami, Florida 33131, and has appointed IRENE
TRULLENQUE located at 7098 Bonita Drive, Miami Beach,
Florida, 33141, County of DADE, State of Florida, as its
agent to accept Service of Process within this State.

ACKNOWLEDGMENT (must be signed by Designated Agent)

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
further agree to comply with the provision of said Statutes
relative to keeping open said office.

BY: 
IRENE TRULLENQUE
REGISTERED AGENT

FILED
95 MAR 10 PM 3:32
TALLAHASSEE, FLORIDA