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((H95000003211))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: REFRISALES II, INC.
FAX AUDIT NUMBER: H95000003211 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/21/1995 TIME REQUESTED: 09:52:03
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072056002466

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: YOLANDA M. CARRENO, INC.
12260 SW 8 ST., STE 118

MIAMI FL 33184-15513394-0000

CONTACT: YOLANDA CARRENO

PHONE: (305) 554-4032

FAX: (305) 227-9813

FAX: (904) 922-4000

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3-21-95 TUE 14:50

P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

March 21, 1995

YOLANDA M. CARRERO, INC.

MIAMI, FL

SUBJECT: REFRISALES II, INC.
REF: W95000006250

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PAGES 2 THUR 4 ARE MISSING, PLEASE RE-SEND.

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If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

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Letter Number: 395A00012646

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

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MAR 21 PM 3:30
DIVISION OF CORPORATIONS

3-21-95 TUE 10:18G

P. 02

FAX AUDIT NO. H95000003211

ARTICLES OF INCORPORATION
OF
REFRISALES II, INC.

FILED
MAR 21 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of this corporation is: Refrisales II, 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 21st of March, 1995.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- a) Of transacting any or all business permitted under the laws of the United States of America and the laws of the State of Florida.
- 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 wherever located, both

Yolanda M. Carreno, Inc.
12260 S. W. 8th St. #118
Miami, Fl. 33184
305-554-4032

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FAX AUDIT NO. H95000003211

tangible and intangible, and including those 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 of other disposition of bonds, evidence 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 500 shares of common stock, at no par value which shall be designated as "common Stock".

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 issuance of fractional 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 this corporation is: 4236 S. W. 73th Avenue, Miami, Fl. 33155 and the name of the initial registered agent of this corporation at that address is: JOSE R. KANAREK

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) initial. The number of director(s) may be either increased or diminished from time to time by the bylaws. The name(s) and address(es) of the initial director(s) of this corporation until the first annual meeting of shareholder(s) or until their successor(s) are elected and shall qualify is (are):

<u>NAME</u>	<u>ADDRESS</u>	
JOSE R. KANAREK	10321 S. W. 147th Ct. Cir #12 Miami, Fl. 33196	PRESIDENT & DIRECTOR
LUZ KANAREK	10321 S. W. 147th Ct. Cir #12 Miami, Fl. 33196	SECRETARY & DIRECTOR

ARTICLE IX - INCORPORATORS

The name(s) and address(es) of the person(s) signing these Articles is (are):

<u>NAME</u>	<u>ADDRESS</u>	
JOSE R. KANAREK	10321 S. W. 147th Ct. Cir. #12 Miami, Fl. 33196	500 SHARES

ARTICLE X - AMENDMENTS

This corporation reserves the right to mend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is (are) subject to this reservation.

ARTICLE XI - MAILING ADDRESS

The principal office and mailing address of this corporation is: 4236 S. W. 75th Avenue, Miami, Fl. 33155

IN WITNESS WHEREOF, the undersigned has (have) executed these Articles of Incorporation this 21st day of March, 19 95.


JOSE R. KANAREK

3-21-95 TUE 14102

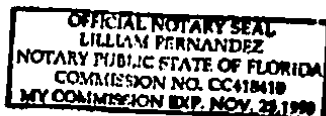
FAX AUDIT NO. H95000003211

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STATE OF FLORIDA)
COUNTY OF DADE } S.S.

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared: JOSE R. KANAREK
known to me and known to me to be the person(s) who executed the foregoing Articles of Incorporation, and HE acknowledged before me that HE executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 21st day of March, 19 95.



William Fernandez

FILED
MAR 21 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR:
REFRISALES II, INC.
AT THE PLACE
DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, 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.

DATE: March 21st, 1995

Yolanda M. Carreno, Inc.
12260 S. W. 8th St. #118
Miami, FL 33184
305-554-4032

-5-

Jose R. Kanarek
RESIDENT AGENT
JOSE R. KANAREK

FAX AUDIT NO. H95000003211