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ARTICLES OF INCORPORATION
OF
MONTOYA CORPORATION

The undersigned, in order to form a corporation for the purposes hereinafter stated, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is:

MONTOYA CORPORATION

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICOE III - PURPOSE

This corporation is organized for the following purposes:

- a) To conduct a business of Restaurant-Cafeteria and general merchandise.
- b) To purchase, sell all of those items relative to the retail of Cafeteria and Restaurant, personal property of every kind, nature, and description wheresoever located, both tangible and intangible and including choses in action, either as broker, agent or factor.
- c) In the purchse, sell at retail or wholesale or acquisition of general merchandise, business rights or franchise, 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 merchandise, mortgage, pledge or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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PREPARED BY:

JESUS VALDEZ
ACCOUNTANT
4344 SW 75th
MIAMI FL 33134
PH: 446-0106

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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 ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value each common stock, which shall be designated "Common Shares".

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, which at the same time is the mailing address shall be 4351 S. W. 75TH AVENUE, Miami, County of Dade, Florida 33155, and the name of the initial registered agent of this corporation is JOSE M. MONTOYA.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director initially. The number of directors may be either increased or diminished from time to time by the BY-LAWS.

The name and address of the initial directors of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
JOSE M. MONTOYA PRES., SEC.-TREAS.	4351 S.W. 75TH AVENUE MIAMI, FLORIDA 33155

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ARTICLE IX - 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.

The private property of the shareholders of this corporation shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of the corporation.

No person shall be required to own, hold or control stock in this corporation as a condition precedent to holding an office in the corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of July, 1995.


JOSE M. MONTOLIA
Pres.-Sec.-Treas.

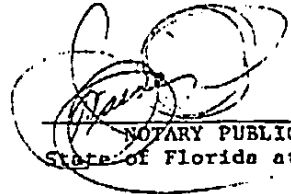
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STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, a notary public, authorized to take acknowledgements in the State and County set forth above, personally appeared JOSE M. MONTOYA, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

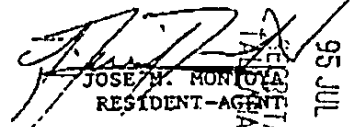
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 3rd, day of the month of July, 1995.


NOTARY PUBLIC
State of Florida at Large

MY COMMISSION EXPIRES:

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR MONTOYA CORPORATION, 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.

SIGNED THIS 3RD DAY OF JULY, 1995.


JOSE M. MONTOYA
RESIDENT-AGENT

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