

Law Offices

LACASA & ASSOCIATES

APR 1995 000061123

EFFECTIVE DATE
7/31/95

Madison Circle
Third Floor
3191 Coral Way
Miami Florida 33145
Tel. 305 443 6163
Fax 305 443 8163

July 31, 1995

Secretary of State
Florida Department of State
The Capitol
Tallahassee, Florida 32301

Re: Los Amigos Bayside, Inc.

Gentlemen:

Enclosed please find an original and two copies of the Articles of Incorporation for Los Amigos Bayside, Inc.. Please note that we have enclosed a check made payable to your office to cover the various fees and taxes for the incorporation in the amount of \$122.50.

Please indicate your approval of the enclosed Certificate of Incorporation by certifying a copy and returning same to me.

Thank you very much for your cooperation in this matter.

Very truly yours,

ARMANDO E. LACASA

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Encls.

7/31/95
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**ARTICLES OF INCORPORATION
OF
LOS AMIGOS BAYSIDE, INC.**

ARTICLE I - NAME

The name of this corporation is LOS AMIGOS BAYSIDE, INC.

ARTICLE II- DURATION

This corporation is to have perpetual existence commencing July 31, 1995.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of One (\$1.00) Dollar par value common stock. The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America or property, labor or services at a valuation to be fixed by the Director.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 8357 W. Flagler Street, Suite #324, Miami, Florida 33144 and the name and address of the initial registered agent is Armando E. Lacasa, Esq., 3191 Coral Way, 3rd Floor, Miami, Florida 33145.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be increased by the By-Laws to seven directors but shall never be less than one. The name and address of the initial director of this corporation is Gabriel L. Torres, 8357 W. Flagler Street, Suite 324, Miami, Florida 33144.

ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles is Gabriel L. Torres, 8357 W. Flagler Street, Suite #324, Miami, Florida 33144.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE IX - OFFICERS

This corporation shall initially have 1 officer consisting of a President/Secretary. The number and type of officers may be changed from time to time by the bylaws, but shall never be less than one officer consisting of a President/Secretary. The name and address of the officer is Gabriel L. Torres, 8357 W. Flagler Street, Suite #324, Miami, Florida 33144.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 31st day of July, 1995.

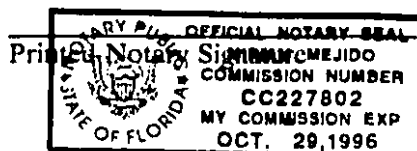

GABRIEL L. TORRES

STATE OF FLORIDA :
: SS:
COUNTY OF DADE :

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared GABRIEL L. TORRES,, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: Personally Known and that an oath (was) (was not) taken.

Witness my hand and official seal in the County and State last aforesaid this 3rd day of July, 1995.

Miriam Mejido
Notary Signature



ACCEPTANCE OF REGISTERED AGENT

The undersigned, Armando E. Lacasa, Esq. hereby accepts the designation as Registered Agent for LOS AMIGOS BAYSIDE, INC.

DATED: July 31, 1995



ARMANDO E. LACASA

This instrument prepared by:

Armando E. Lacasa, Esq.
FBN 232203
Armando E. Lacasa, P.A.
3191 Coral Way, 3rd Floor
Miami, Florida 33145
(305) 443-6163