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DEPARTMENT OF STATE 54 NW 11TH ST
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

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W-16488
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95 AUG 16 PM 4:26
TALLAHASSEE, FLORIDA

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55 AUG 15 PM 4:35
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 16, 1995

ACE INDUSTRIES INC.

MIAMI, FL

SUBJECT: CHACHI'S INC. *PLACE INC.*
REF: W93000016488

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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If you have any questions about the availability of a particular name, please call (904) 488-9000.

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Loris Poole
Corporate Specialist

FAX Aud. #: H93000008997
Letter Number: 995A00038378

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

August 17, 1995

ACE INDUSTRIES INC.

MIAMI, FL

SUBJECT: CHA'YI'S INC.
REF: W93000016488

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

Please accept our apology for failing to mention this in our previous letter.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 457-6934.

Loris Poole
Corporate Specialist

FAX Aud. #: H95000006997
Letter Number: 193A00038562

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

H95-08997

ARTICLES OF INCORPORATION

OF

CHACHI'S PLACE, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida General Corporation Act.

ARTICLE I

Name of Corporation

The name of this corporation is:

CHACHI'S PLACE, INC.

ARTICLE II

General Purpose

This corporation is hereby organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III

Capital Stock

The maximum number of share of stock to have outstanding at any one time is 100 shares of common stock having a par value of \$5.00 per share.

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CLERK OF DISTRICT COURT
MIAMI, FLORIDA

H05-08997
ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136

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ARTICLE IV**Address**

The initial street of the principal office of this corporation in the State of Florida is:

1000 Ponce de Leon Blvd.,
Suite 334
Coral Gables, FL 33134

ARTICLE V**Directors**

The business of this corporation shall be managed by a Board of Directors. There shall be one (1) Director initially. The number of Directors may be increased, after such increase, decreased from time to time by the By-Laws adopted by the Shareholders. In no event shall the number of Directors be less than one.

The name and street address of the member of the First Board of Directors is:

ERIC RANGEL
1000 Ponce de Leon Blvd., Suite 334
Coral Gables, FL 33134

ARTICLE VI**Subscribers**

The name street address of each person signing the Articles of Incorporation:

ERIC RANGEL
1000 Ponce de Leon Blvd., Suite 334
Coral Gables, FL 33134

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ARTICLE VII**Date of Corporate Existence Commences**

The date when corporate existence for this corporation shall begin upon the filing of this document with the Secretary of State,

ARTICLE VIII**Registered Agent**

I, Eric Rangel, an individual resident of the State of Florida, whose office is

1000 Ponce de Leon Blvd., Suite 334, Coral Gables, FL 33134

and do hereby state that I accept appointment as Registered Agent for this corporation.

ARTICLE IX**By-Laws**

The power to adopt, alter, amend or repeal By-Laws shall be vested in and is hereby reserved to the Shareholders. By-Laws shall be adopted, altered, amended or repealed as provided therein.

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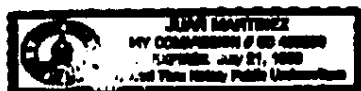
IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation
this 14th day of Aug, 1995.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES
AS REGISTERED AGENT OF SAID CORPORATION:

E. Nansel

State of Florida)
County of Dade)

1995 The foregoing instrument was acknowledged before me this 14th day of Aug.



Juan Martinez

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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