

08/23/95 01:25 FAX CORPORATION AGENT (305) 592-9591 001

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TO: DIVISION OF CORPORATIONS FROM: FAS-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-3002
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
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FAX: (305) 592-9591

((H95000009332)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: FRITANGA MANAGUA CHICKEN PLUS, INC.
FAX AUDIT NUMBER: H95000009332 CURRENT STATUS: REQUESTED
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CERTIFICATE OF INCORPORATION
OF
FRITANGA MANAGUA CHICKEN PLUS, INC.

I, the undersigned, in order to form a corporation under a pursuant to the provisions of the Laws of the State of Florida for the purposes hereafter set forth, hereby subscribe to this Certificate of Incorporation.

ARTICLE I
NAME OF CORPORATION

The name of the proposed corporation shall be:

FRITANGA MANAGUA CHICKEN PLUS, INC.

ARTICLE II
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be any activity permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is: 100 shares at no par value.

Prepared by:
Roger Tiffer
5711 NW 7 St.
Miami, Fl. 33126
Phone: 8856097

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ARTICLE IV
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V
PRINCIPAL PLACE OF BUSINESS

The initial street address in this state of the principal office of this corporation is 5711 NW 7 St. Miami, Fl. 33126. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI
DIRECTORS

This corporation shall have initially two (2) director(s). The number of director(s) may increased or diminished from time to time by-laws adopted by the stockholders.

ARTICLE VII
INITIAL DIRECTORS

The name and street of the member(s) of the first Board of Director(s) is:

President
ROGER TIFFER

5711 NW 7 St.
Miami, Fl. 33126

Vice-president
Secretary-Treasurer
NORMA TIFFER

5711 NW 7 ST.
Miami, Fl. 33050

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ARTICLE VIII
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the incorporator is ROGER TIFFER, 5711 NW 7 St., Miami, Fl. 33126.

ARTICLE IX
REGISTERED AGENT

The initial designation of the registered office of this corporation shall be 5711 NW 7 St. Miami Fl. 33126.

And the registered agent shall be

ROGER TIFFER

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I Hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 

Registered Agent

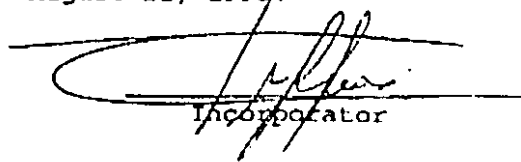
ARTICLE X
AMENDMENT

This Corporation reserves the right to amend any provision of this articles of Incorporation in the manner provided by law. Any rights conferred upon shareholders shall be subject to this reservation.

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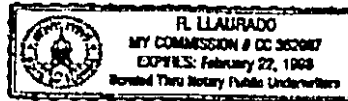
IN WITNESS WHEREOF, The undersigned has executed, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this August 21, 1995.


Incorporator

(STATE OF FLORIDA)
(COUNTY OF DADE)

BEFORE ME, A. Notary Public, personally appeared, the incorporator herein, who, executed the foregoing Articles of incorporation and stated on oath that the contents thereof are true and correct, this August 21, 1995.

My commissions expires:





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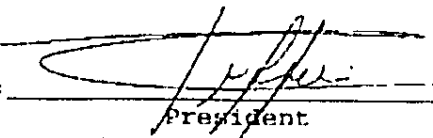
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **FRITANGA MANAGUA CHICKEN PLUS, INC.**
2. The name and address of the registered agent and office is: **Roger Tiffer, 5711 NW 7 St. Miami, Fl. 33126.**

SIGNATURE: _____


President

TITLE: _____

August 21, 1995

DATE: _____

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREED TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

DATE: _____


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