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FLORIDA DIVISION OF CORPORATIONS

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FROM: MIT PRODUCTS AND SERVICE, INC.

STATE OF FLORIDA

6555 N. 36TH ST.

409 EAST BAYVIEW STREET

SUITE 301

TALLAHASSEE, FL 32399

VIRGINIA GARDENS FL 33166-

FAX: (904) 922-4000

CONTACT: RAFAEL MOREL

PHONE: (305) 871-0008

FAX: (305) 871-0550

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BOTANICA MAMA-CHOLA, INC.

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ARTICLES OF INCORPORATION

OF

BOTANICA MAMA-CHOLA, INC.

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BOTANICA MAMA-CHOLA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

12368 S.W. 186TH ST.
 MIAMI, FLORIDA 33177

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1000 SHARES, ONE DOLLAR PAR VALUE PER SHARE.

ARTICLE IV-PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares as the price at which it is offered to others.

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PREPARED BY: MIT PRODUCTS & SERVICE, INC.
 6555 N.W. 36th St. Ste. 301
 MIAMI, FL. 33166

Phone 305 871-0008

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ARTICLE V-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

REBECA CASTILLO
12214 S.W. 205 TERRACE
MIAMI, FLORIDA 33177

ARTICLE VIINITIAL BOARD OF DIRECTOR(S)

This corporation shall have (2) (two) directors initially, The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name(s) and address(es) of the initial director(s) on this corporation is (are):

REBECA CASTILLO
12214 S.W. 205 TERRACE
MIAMI, FLORIDA 33177

RAUL MARRERO
12214 S.W. 205 TERRACE
MIAMI, FLORIDA 33177

ARTICLE VIIOFFICER(S) AND SUBSCRIBER(S)

The officer(s) and subscriber(s) of this corporation is as follow:

REBECA CASTILLO	PRESIDENT/SECRETARY	100 SHARES
RAUL MARRERO	VICE-PRESIDENT/TREASURER	100 SHARES

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ARTICLE VIII


INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

REBECA CASTILLO
12214 S.W. 205 TERRACE
MIAMI, FLORIDA 33177

RAUL MARRERO
12214 S.W. 205 TERRACE
MIAMI, FLORIDA 33177

The undersigned has (have) executed these Articles of Incorporation this
03RD. Day of January, '996


REBECA CASTILLO/INCORPORATOR
Signature/ Title


RAUL MARRERO/INCORPORATOR
Signature/ Title

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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: BOTANICA MAMA-CHOLA, INC.
2. The name and address of the registered agent and office is:

REBECA CASTILLO
(NAME)

12214 S.W. 205 TERRACE
(ADDRESS)

MIAMI, FLORIDA 33177
(CITY/STATE/ZIP)

SIGNATURE 

TITLE _____

DATE January 03, 1996

FILED
96 JAN - 3 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE January 03, 1996

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