

P96000017936
ALDO A. CACERES
Attorney At Law

757 N.W. 27th Avenue, Suite 200
Miami, Florida 33125

Phone (305) 541-6600

February 8, 1996

Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of
El Rodeo, Inc.

900001712589
-02/12/96--01074--011
***122.50 ***122.50

To whom it may concern:

Please be advised that the undersigned counsel represents
the above-captioned entity.

Enclosed please find the Articles of Incorporation together
with the corresponding filing fee in the amount of \$122.50.

Kindly process the document as soon as possible and forward
to me a conformed copy of the Articles in the enclosed self-addre-
ssed envelope for your convenience.

If you have any questions or need additional information
in reference to this matter, please feel free to contact me.

Sincerely,



Aldo A. Caceres
AAC/lmc
Enclosures

FILED
96 FEB 12 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W96-3703
502
SAB
2/27/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 19, 1996

ALDO A. CACERES, ESQ.
757 N.W. 27TH AVE.
SUITE 206
MIAMI, FL 33125

SUBJECT: EL RODEO, INC.
Ref. Number: W96000003703

We have received your document for EL RODEO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6926.

Sheldon Bream
Document Specialist

Letter Number: 296A00007113

ARTICLES OF INCORPORATION
OF
RODEO DISTRIBUTORS, INC.

FILED
96 FEB 12 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is RODEO DISTRIBUTORS, INC. and its office is located at 7555 S.W. 28th Terrace, Miami, Florida 33155.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business of the corporation and the objects and purposes to be transacted, promoted or carried on by it are as follows: The transaction of any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock which the corporation is authorized to have outstanding at any one time shall be Five Hundred (500) shares of Common Stock, having a par value of One Dollar (\$1.00) each, amounting in the aggregate to Five Hundred (\$500.00) Dollars. All shares shall be of one class and shall be designated as Common Stock. Any and all such shares shall not be liable for any further call or assessment or any other payment thereon.

ARTICLES IV
TERM OF THE CORPORATION

The term for which the corporation shall exist shall be perpetual.

ARTICLES V
DIRECTORS

The corporation shall have one (1) Director initially. The number of Directors of the corporation may either be increased or diminished from time to time by the By-Laws, but shall never be less than two (1).

The Directors shall hold office until the first annual meeting of Stockholders, or until their successors are elected or appointed and have qualified.

The name and address of the initial Directors of this corporation is:

Mario Nunes-Santos
7555 S.W. 28th Terrace
Miami, Florida 33155

ARTICLE VI **INCORPORATORS**

The name and address of Incorporator is:

Mario Nunes-Santos
7555 S.W. 28th Terrace
Miami, Florida 33155

ARTICLE VII **REGISTERED AGENT**

The initial Registered Agent of this corporation and the registered office are as follows:

Reynaldo Mejia
7555 S.W. 28th Terrace
Miami, Florida 33155

ARTICLE VIII

AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

amendment hereto and any right conferred upon the shareholders is subject to this reservation.

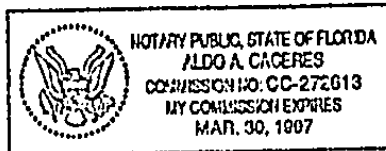
IN WITNESS WHEREOF, the undersigned makes and subscribes these Articles of Incorporation on this 2ND day of February, 1996.


Incorporator/MARIO NUNES-SANTOS

STATE OF FLORIDA:

COUNTY OF DADE:

On this 2ND day of February, 1996, the foregoing instrument was acknowledged before me by MARIO NUNES-SANTOS who is personally known to me or who has produced a personally known as identification and who did take an oath.




NOTARY PUBLIC/ Aldo A. CACERES

MY COMMISSION EXPIRES: MAR 27 303447

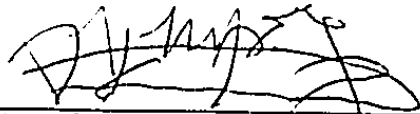
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT**

In pursuance of Chapter 48.091, Florida Statute, the following
is submitted, in compliance with said Act:

First, that RODEO DISTRIBUTORS, INC. desiring to organize
under the laws of the State of Florida, with its principal office
as indicated in the Articles of Incorporation at the City of Miami,
County of Dade, State of Florida, has named Reynaldo Mejia located
at 7555 S.W. 28th Terrace, Miami, Florida 33155 to accept service
of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby agree to act in this capacity and agree to comply with the
provisions of said Act relative to keeping said office open.



Registered Agent/Reynaldo Mejia

FILED
96 FEB 12 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA