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3/07/96 FLORIDA DIVISION OF CORPORATIONS 1:14 PM
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: BEST FOOD PRODUCTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINCO STREET MIAMI FL 33166
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591

((H96000003287)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BEST FOOD SPOT CORP.
FAX AUDIT NUMBER: H96000003287 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/07/1996 TIME REQUESTED: 13:14:11
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 071001002335

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95 MAR -7 PM 4: 34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAR -7 PM 2: 11
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
BEST FOOD SPOT CORP.

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 TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these articles of incorporation being a natural person competent to contract for the purpose of forming a CORPORATION under the laws of the STATE OF FLORIDA here by adopt ARTICLES OF INCORPORATION as follows :

ARTICLE I

The name of the Corporation is : BEST FOOD SPOT CORP.

ARTICLE II

The general nature of the business or business to be transacted by this corporation is: FAST FOOD AND RESTAURANT SERVICES :

- 1.- To purchase, lease, hire or otherwise in any manner acquire own, hold, operate, develop, manufacture, produce, process, improve, sell, assign, transfer, exchange, mortgage, pledge or otherwise in any manner dispose of turn to account or convey or deal in or with as principal, agent, broker, real property, improved or unimproved and personal property tangible or intangible, including, without limitation, securities and obligations of any issuer whether or not incorporated.
- 2.- To apply for acquire, hold own, enter into, use, dispose of and generally deal in and with grants, concessions, franchises, licences, copyrights, patents, trade marks, trade names and similar rights and interests of every kind and description;
- 3.- To assist financially and otherwise any entity, wherever - - located any security, chose in action, contract, or obligation which is held directly or indirectly by or for the CORPORATION, or in the business financing or welfare of which the CORPORATION shall have any interest.
- 4.- To form or acquire, alone or jointly with others, subsidiary corporations without regards to whether the purpose of such are commensurate with the purposes stated in these Articles of Incorporations and to convey and assign all or any part of the assets of the Corporation to any such subsidiary corporation or corporations in exchange for shares of the capital stock or other securities or evidences of indebtedness of such subsidiary corporation or corporations ;

Prepared by: Laureano L. Abreu
 9220 S.W. 18th Terr.
 Miami, Fl 33165
 (305) 573-7230

(2)

- 5.- To enter into general partnership, limited partnership (as general or limited partner) joint venture, syndicates, pools, associations and other arrangements for carrying on one more of the purposes set forth in these Articles of Incorporation, jointly or in common with others;
- 6.- To acquire, in whole or in part the business including theroal and personal property of every kind, and to assume the whole or any part of the liabilities of any person, firm association or corporation, and to hold or in any manner use or dispose of the whole or any part of any business and property so acquired.
- 7.- To pay for any property securities, rights or interest acquired by the corporation in cash or others property, right or interests acquired by the corporation in cash or held by the corporation or issuing and delivering in exchange of obligations or securities however evidenced;
- 8.- To do any and all things hereinset forth to the same extent as fully as natural persons might or could do and to do any and all other acts and things necessary appropriate or convenient for the furtherance of or incidental to the business objectives and purposes herein enumerated.

The foregoing anumeration shall be constructed in accordance with applicable provisions of law and, to the extent there in permitted shall be construed as powers as well as purposes and shall not be considered to exclude, limit or restrict in any manner any power, rights or priviliges to the Corporation by law or to limit or restrict the general powers of Corporation found in chapter 607 of the Florida Statutes or any other applicable statute regulation, decision or ruling now or hereafter in effect.

Nothing herein contained shall be construed as giving the Corporation any rights, powers or priviliges not permitted to it by law, but the occurrence within any of the foregoing clauses of any purpose, power or object prohibited by the laws of the STATE OF FLORIDA or of any other STATE or territory, dependency or foreign country in which the corporation may carry on business shall not invalidate any other purpose power or objections so prohibited, by reason of its contiguity or apparent association therewith.

(3)

ARTICLE I I I

The Corporation shall have one class of common shares all of which shall have unlimited voting rights. The maximum number of common shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock with unlimited voting rights, and a par value of \$ 1.00 per Share ,The consideration to be paid - for each share shall be fixed by the BOARD OF DIRECTORS.

ARTICLE I V

The initial street address of the principal office of this Corporation in the STATE OF FLORIDA is 195 NW 36th Street Miami, Florida 33127

ARTICLE V

This Corporation may have such other offices within or without the STATE OF FLORIDA or within or without of the UNITED STATES OF AMERICA as may be necessary or convenience, the BOARD OF DIRECTORS may from time to time move the principal office to any others address in Florida.

ARTICLE V I

This corporation shall have 4 directors initially . The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders.

ARTICLE VII

The name and street addresses of the first Board of Directors of this Corporation who shall hold office until their successors are elected and have qualified are :

Laureano L. Abreu	President	9220 SW 18th Terra Miami,Florida 33165
Gloria E. Abreu	V-President	9220 SW 18th Terra Miami,Florida 33165
Alexis L. Abreu	Treasuary	551 East 17th Street Hialeah,Florida 33010

(4)

ARTICLE VIII

The address of the corporation registered office is 9220 SW 10th Terrace Miami, Florida 33165, the name of its - initial registered agent is Laureano L. Abreu, whose -- address is 9220 SW 10th Terrace Miami, Florida 33165.

ARTICLE IX

The Name and street address of the persons signing these articles of incorporation as subscribers are :

Laureano L. Abreu

9220 SW 18th Terra
Miami, Florida 33165

ARTICLE X

The shareholders of this corporation shall have preemptive rights to acquire unissued or treasury shares of this Corporation or securities of this corporation convertible into or carrying a right to subscribe to or acquire shares.

ARTICLE XI

The Corporation reserves the right to amend, alter change or repeal any provisions contained in these ARTICLES OF INCORPORATION in the manner now or hereafter prescribed by Statute and all rights conferred on stockholders herein are granted subject to this reservation.



Laureano L. Abreu

STATE OF FLORIDA
: SS
COUNTY OF DADE

TO ALL WHOM IT MAY CONCERN, BE IT KNOWN, that before me, the undersigned officer duly authorized under the laws of the STATE OF FLORIDA to administer oaths and take -- acknowledgements and affidavits, this day personally appears LAUREANO L. ABREU to me well known to me to be the person who subscribed to and signed the above and foregoing - ARTICLES OF INCORPORATION and acknowledged making and - subscribing , to the above ARTICLES OF INCORPORATION for the uses and purposes therein expressed.

IN WITNESS WHEREOF , I have hereunto set my hand and seal this the _____ days of _____ 1996

NOTARY PUBLIC

My commission expires on :

THE UNDERSIGNED ,having been named to accept service process for the above Corporation at the above state address hereby accepts such appointment and agrees to comply with the provisions of chapter 48.091 of the FLORIDA STATUTES in so far as they apply to him as such agent



LAUREANO L. ABREU

I, the subscriber to these articles of incorporation have hereunto set my hand and seal this the _____ days of _____ 1996

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TALLAHASSEE FLORIDA

10/31/96

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7. CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

10/31/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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10:07 AM

((H96000015336 6))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

PHONE: (305)599-0839

FAX #: (305)716-0346

NAME: BEST FOOD SPOT CORP.

AUDIT NUMBER.....H96000015336

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

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EST.CHARGE.. \$35.00

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TALLAHASSEE, FLORIDA

96 OCT 31 PM 2:22

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10/31/96

14:22

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

BEST FOOD SPOT CORP.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I:

The name of the corporation shall be:

Centrade Shoe Corp.

The principal place of business is: 2049 N. Miami Ave. Miami, FL 33127

ARTICLE V:

The articles of incorporation shall be amended to remove Alexis L. Abreu as Treasurer/director.

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TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Prepared by: Laureano L. Abreu
9220 SW 18th Terr.
Miami, Fl 33165
(305) 573-0336

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THIRD: The date of each amendment's adoption: 10/31/96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 31 of October, 19 96

Signature

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Laureano L. Abreu

Typed or printed name

PRESIDENT

Title