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(((H96000003432))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: VILLA HECHIZO EXOTICS, INC.
FAX AUDIT NUMBER: H96000003432 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/11/1996 TIME REQUESTED: 15:12:40
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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ARTICLES OF INCORPORATION
OF
Villa Machino Exotics, Inc.

ARTICLE I - NAME

The name of this corporation is Villa Machino Exotics, Inc.

ARTICLE II - PURPOSE

The corporation shall be authorized to transact all legal business of any nature.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	$1.00	Common

ARTICLE IV - PREEMPTIVE RIGHTS

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

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and mailing office of this corporation is:

Olga Castineira
6653 S.W. 125th Avenue
Miami, Florida 33183

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Prepared By:
FIELDSTONE, LESTER & SHEAR
First Union Financial Center
200 South Biscayne Blvd., Ste. 2100
Miami, Florida 33131
Ronald R. Fieldstone

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and the name and address of the initial registered agent of this corporation is:

Name | Address

Olga Castineira
6655 S.W. 125th Avenue
Miami, Florida 33183

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles are filed with the Secretary of State.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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 names and addresses of the initial directors of this corporation are:

Name | Address

Olga Castineira
6655 S.W. 125th Avenue
Miami, Florida 33183

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Name | Address

Olga Castineira
6655 S.W. 125th Avenue
Miami, Florida 33183

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ARTICLE IX - BY-LAWS

The power to alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of March, 1996.

Olga Castineira
Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County ~~set forth above~~, personally appeared Olga Castineira who ~~is~~ known to me or who has produced _____ as identification and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 8 day of March, 1996.

Signature

Print (Notary's Name)
Notary Public, State of Florida

Notarial Seal:

KATHLEEN A. RAUSCH
MY COMMISSION # CC063136 EXPIRES
November 30, 1997
BONDED THRU TROY FAIN INSURANCE, INC.

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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: Villa Machizo Exotics, Inc.

2. The name and address of the registered agent and office is:

Olga Castineira
6655 S.W. 125th Avenue
Miami, Florida 33183

Olga Castineira

Title: Incorporator

Date: 3-6-96, 1996.

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.

Olga Castineira

Date: 3-6, 1996.

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