

ATTORNEY AND COUNBELLOR AT LAW 618 WHITEHEAD BTREET KEY WEST, FLORIDA 33040

TELEPHONE (305) 294-0930

TELEFAX (305) 294-7353

March 6, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Taliahassee, Florida 32314

RE: Gaucho, Inc.

Dear Sir or Madam:

500001738735 -03/11/96--01054--005 \*\*\*\*\*70.00 \*\*\*\*\*70.00

Please find enclosed the original and one copy of the Articles of Incorporation for the above referenced corporation, along with this firm's check in the amount of \$70.00 to cover the cost of filing same. Please return a filed copy to this office at your earliest convenience.

Sincerely,

for Francis H. Muldoon, Jr.

Lu a. Burns

FHM/rb

**Enclosures** 

43/5/96

## ARTICLES OF INCORPORATION

OF

FILED SLORETARY OF STATE DIVISION OF CORPORATIONS

96 MAR 1.1 AM 10: 55

GAUCHO, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is:

GAUCHO, INC.

**SECOND**: The period of duration is perpetual.

THIRD: The purpose is to engage in any activities or business permitted under the laws of

the United States and Florida.

FOURTH: The aggregate number of shares that the corporation shall have the authority to

issue is 100 shares of Common Stock with a par value of \$1.00 (or no par value)

per share.

FIFTH: The address of its initial Registered Office is:

2400 STAPLES AVENUE KEY WEST, FLORIDA 33040

the principal address is the same as the Registered Office, and the name of its

initial Registered Agent at said address is:

MARK DEJONG

SIXTH: The initial Board of Directors shall consist of one (1) member, who need not be

residents of the State of Florida or shareholders of the corporation.

SEVENTH: The name and address of the person who shall serve as director is as follows:

DANIEL SCIOLI

ANCHORENA 665 (1170) CAPITAL FEDERAL

**BUENOS AIRES, ARGENTINA** 

**EIGHTH**: The name and address of the Incorporator is:

MARK DEJONG

2400 STAPLES AVENUE KEY WEST, FLORIDA 33040 IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed these Articles of Incorporation at Key West, Florida, on the Land day of February, 1996

Mark Delwing—Incorporator

STATE OF FLORIDA
COUNTY OF MONROE

BEFORE ME, the undersigned authority, personally appeared Mark Dejong, who produced as identification and who subscribed the above and foregoing Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to the law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Key West, in said County and State this 23 day of February, 1996.

RAE A BURNS
My Commission Expires:

RAE A BURNS
My Commission Expires:

RAE A BURNS
My Comm Exp. 10/18/97
Bonded By Service less

## CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR ACCEPTING SERVICE OF PROCESS WITHIN THE STATE

Pursuant to Chapter 48.091 Florida Statutes, the following is submitted:

That Goucho, Inc., is desiring to incorporate under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation, at 2400 Staples Avenue, Key West, Florida 33040 has named Mark Dejong, Registered Agent at such address to accept service of process within this State.

## **ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-named corporation, at the address designated in the certificate, I hereby accept to act in this capacity and to comply with provisions of Chapter 18.091 Florida Statutes, relative to keeping open said office.

Mark Dejong - Registered Agent

SECRETARY OF STATE
DIVISION OF CORPORATIONS