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Accounting
1132 *NW 35th*
12110 *11, FL*
City/State/Zip Phone #

SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -6 PM 2:32

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

ARTICLES OF INCORPORATION

OF

EL RANCHITO MEXICAN RESTAURANT, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY - 6 PM 2:32

The undersigned subscriber to these Articles of Incorporation, each a natural person competent to contract, hereby associate herself to form a corporation under the laws of the State of Florida.

ARTICLE ONE, NAME

The name of this corporation shall be:

EL RANCHITO MEXICAN RESTAURANT, INC.
(" EL RANCHITO" means in English "The Little Ranch")

ARTICLE TWO, NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity of business permitted under the laws of the State of Florida and of the United States.

ARTICLE THREE, TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida . The date on which the corporations existence shall begin is: As dated by the Secretary of State.

ARTICLE FOUR, CAPITAL STOCK

This corporation is authorized to issue shares of stock as follows:

- A. Designation: The stock of this corporation shall be known as common stock.
- B. Authorized: The maximum number of shares of common stock that this corporation may issue is: 200 shares.
- C. Par Value: Each share of common stock shall have the par value of: One Dollar (\$1.00) per share.
- D. Consideration: Shares of common stock may be rendered; or any combination of the foregoing issued in exchanged for cash, real property, labor or services of fraud in the transaction the judgement of the Board of Directors as to the value of any such consideration shall be conclusive
- E. Non-assessability: Each share of common stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation. The majrity shall be fifty one percent of the shares.
- F. Voting Rights: Each share of common stock shall entitle the record holder thereof to one vote upon each proposal presented at the meetings of the stockholders of the corporation. The majority shall be fifty one percent of the shares.
- G. Cumulative Voting: No holder of common stock shall be entitled to any right of cummulative voting.
- H. Dividends: Record holders of common stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.
- I. Liquidation Rights: Holders of common stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after the payment of all debts and obligations.

ARTICLE FIVE, MINIMUM CAPITAL

The amount of capital with which the corporation shall begin shall not be less than Two Hundred Dollars (\$200.00) or such greater amount as may be required by law.

ARTICLE SIX, ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is:

131 26 Street
Miami Beach, Florida 33140

ARTICLE SEVEN, NUMBER OF DIRECTORS

This corporation shall at all times have at least one director. The corporation shall have two directors initially, whose name and street addresses are as follows:

Name	Address
Elodia Ramirez Director, President & Secretary	131 26 Street Miami Beach, Florida 33140
Apolonia Ortiz Director, Vice President	131 26 Street Miami Beach, Florida 33140

ARTICLE EIGHT, SUBSCRIBER'S ADDRESS

The name and street address of the subscriber of these articles of incorporation is as follows:

Name	Address
Elodia Ramirez	131 26 Street Miami Beach, Florida 33140

ARTICLE NINE, AMENDMENT

The articles of incorporation may be amended in any manner consistent with the Laws of the State of Florida.

ARTICLE TEN, REGISTERED AGENT

The registered agent of this corporation is: Elodia Ramirez at 131 26 Street, Miami Beach, Florida 33140. The corporation may change its registered agent and principal office at any time.

IN WITNESS WHEREOF, the undersigned subscriber do make subscribe, acknowledge and file this Articles of Incorporation for the purpose of forming a corporation for profit under the Law of the State of Florida.

Date: April 19, 1996



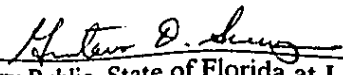
Elodia Ramirez

STATE OF FLORIDA)
SS
COUNTY OF DADE)

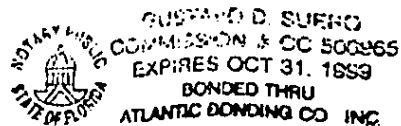
BEFORE ME, the undersigned authority, personally appeared: Elodia Ramirez to me well known to be the individual described in, and who executed the foregoing Articles of Incorporation, and whom acknowledge before me that the same was executed for the purpose therein expressed.

IN WITNESS WHEREOFF, I have, hereunto affixed my hand and official seal at Miami, Dade County, Florida.

Date: April 19, 1996



Notary Public, State of Florida at Large.



CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED WITHIN STATE.

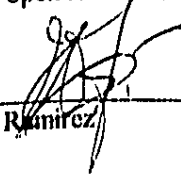
In pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: El Ranchito Mexican Restaurant, Inc. desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at Dade County, State of Florida has named; Elodia Ramirez as its agent to accept service of process within this State.



Elodia Ramirez

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95 MAY -6 PM 2:32

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



Elodia Ramirez

STATE OF FLORIDA)
SS
COUNTY OF DADE)

I, Gustavo D. Suero, **HEREBY CERTIFY:** that on this date, before me, a Notary Public duly authorized to administer oaths and take acknowledgement, personally appeared Maria Lopez to me well known to be the person described in and who executed the aforesaid document.

WITNESS MY HAND and official seal at Miami, Florida.

Date: April 19, 1996



Notary Public, State of Florida at Large.



GUSTAVO D. SUERO
COMMISSION # CC 506065
EXPIRES OCT 31, 1999
BONDED THRU
ATLANTIC BONDING CO. INC.