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FAX: (904) 922-4000 FAX: (305) 592-9591

((H96000008080)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: EL MARKECITO DE SWEETWATER, INC.
FAX AUDIT NUMBER: H96000008080 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/10/1996 TIME REQUESTED: 11:35:17
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

**CERTIFICATE OF INCORPORATION
OF
EL MARKECITO DE SWEETWATER, INC.**

I, the undersigned, in order to form a corporation under a pursuant to the provisions of the Laws of the State of Florida for the purposes hereafter set forth, hereby subscribe to this Certificate of Incorporation.

**ARTICLE I
NAME OF CORPORATION**

The name of the proposed corporation shall be:

EL MARKECITO DE SWEETWATER, INC.

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**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be any activity permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is: 100 shares at no par value.

Prepared by:
Angel F. Cruells
3211 SW 105 Ave,
Miami, Fl. 33165
Phone 305-5547852

**ARTICLE IV
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V
PRINCIPAL PLACE OF BUSINESS**

The initial street address in this state of the principal office of this corporation is 634 NW 109 Ave., Miami, Fl. 33174. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE VI
DIRECTORS**

This corporation shall have initially one (1) director(s). The number of director(s) may increased or diminished from time to time by-laws adopted by the stockholders.

**ARTICLE VII
INITIAL DIRECTORS**

The name and street of the member(s) of the first Board of Director(s) is:

**President-Vice-President
Treasurer-Secretary
Angel F. Cruells**

**3211 SW 105 Ave.
Miami, Fl. 33165**

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the incorporator is **Angel F. Cruells, 3211 SW 105 Ave, Miami Fl. 33165.**

**ARTICLE IX
REGISTERED AGENT**

The initial designation of the registered office of this corporation shall be **3211 SW 105 Ave. Miami, Fl. 33165.**

And the registered agent shall be

Angel F. Cruells

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I Hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

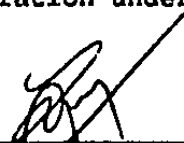
By: _____


Registered Agent

**ARTICLE X
AMENDMENT**

This Corporation reserves the right to amend any provision of this articles of Incorporation in the manner provided by law. Any rights conferred upon shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, The undersigned has executed, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this June 6, 1996.



Incorporator

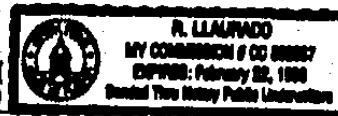
(STATE OF FLORIDA)

(COUNTY OF DADE)

BEFORE ME, A Notary Public, personally appeared , the incorporator herein, who, executed the foregoing Articles of incorporation and stated on oath that the contents thereof are true and correct, this June 6, 1996.

My commissions expires:



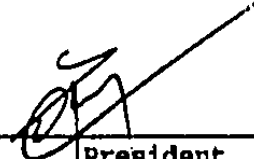


**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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 **EL MARKECITO DE SWEETWATER, INC.**
2. The name and address of the registered agent and office is: **Angel F, Cruells 3211 S.W. 105 Ave. Miami, Fl.33165**

SIGNATURE: _____



President

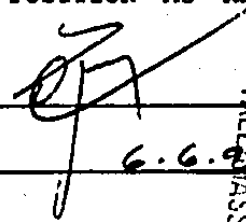
TITLE: _____

June 6, 1996

DATE: _____

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 AGREED TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____



DATE: _____

6.6.96

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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