

P960000076263

IF THE ABOVE INFORMATION IS CORRECT, AND YOU WOULD LIKE TO HAVE THE ACCOUNT CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

12:15 PM

(((1196000012751 9)))

FAX #: (904) 922-4001

ACCTN: 076640001666

FAX R: (305) 858-2513

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NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

★★ ENTER 'M' FOR MENU. ★★

ENTER SELECTION AND <CR>:

FILED
96 SEP 13 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2500-19261
074135, 510

994-42620
Randy
Halliday

RICARDO MARTINEZ-CID
PROFESSIONAL ASSOCIATION
ATTORNEY AT LAW

CRIMINAL JUSTICE CENTER, CRIMINAL JUSTICE CENTER, MIAMI, FLORIDA 33134-2000 (RMC) (RMC) (RMC) (RMC) (RMC) (RMC) (RMC) (RMC) (RMC) (RMC)

FACSIMILE TRANSMISSION

Number of pages sent: 5 (including this page)

SEND TO: Florida Department of State/Division of Corporations
P. O. Box 6327, Tallahassee, Florida 32314

VIA: (904) 922-2200

SENT BY: Ricardo Martinez-Cid, Esq.

DATE: September 12, 1996

Gentlemen:

The proposed articles of incorporation and certificate of registered agent for LA NUEVA MIA BAKERY INC. again follow, together with your rejection letter. The words "LA NUEVA MIA" are Spanish for "MY NEW OWN." Debit my account for the amount of \$122.50, covering the filing fee (\$35.00), one (1) certified copy of articles (\$52.50), and the registered agent certificate (\$35.00). Upon filing these documents, please, provide, via facsimile, one certified copy of the Articles of Incorporation. Thank you for your cooperation.

Sincerely yours,


Ricardo Martinez-Cid

RMC/mg

cc: Client

Encls.

NOTE: IF THERE IS A PROBLEM WITH THIS FACSIMILE TRANSMISSION, PLEASE CALL US AT (305) 859-7494 AS SOON AS POSSIBLE.

The information contained in this transmission is attorney privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copy of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone, collect, and return the original message to us at the above address via the US Postal Services. We will reimburse you for postage. Thank you.

RECEIVED
SEP 12 PM 4:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FLORIDA BAR NO. 157029 / AUDIT NUMBER: 496000012751**ARTICLES OF INCORPORATION****LA NUEVA MIA BAKERY INC.**Article I - Name

The name of this corporation is LA NUEVA MIA BAKERY INC.

Article II - Purpose

This corporation is organized to purchase, establish, manage, sell or otherwise deal in quality bakeries, and for all other lawful businesses.

Article III - Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The principal address of the office of this corporation is 1846 N.W. 16 Street, Miami, Florida 33125.

The name of the initial Registered Agent of this corporation is LEONARDO RENE SAN JUAN, of 1710 N.W. 17 Avenue, Miami, Florida 33125.

Article VI - Initial Board of Directors and Officers

This corporation shall have two (2) directors initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are SILVIO ALONSO, of 1846 N.W. 16 Street, Miami, Florida 33125, and RIGOBERTO SAN JUAN, of 2900 S.W. 113 Avenue, Miami, Florida 33165, who will also respectively serve as president, and vice-president/ secretary/ treasurer of the corporation.

Prepared by: Ricardo Martinez-Cid

1699 Coral Way, Suite 510, Miami, Florida 33145

Telephone (305) 859-7494/ Facsimile (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: 496000012751

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Article VII - Incorporator

The name and address of the person signing these Articles is LEONARDO RENE SAN JUAN, of 1710 N.W. 17 Avenue, Miami, Florida 33125.

Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence on the date these articles are filed with the Secretary of State.

Article IX - By-Laws

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

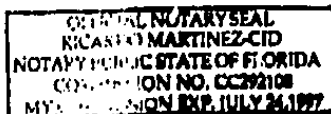
IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this September 12, 1996.

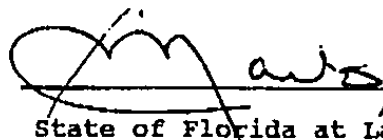

LEONARDO RENE SAN JUAN

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public, personally appeared LEONARDO RENE SAN JUAN, known to me personally and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same, and he did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this September 12, 1996.




/ Notary Public
State of Florida at Large

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
Telephone (305) 859-7494/ Facsimile (305) 858-2513
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**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
SEP 13 1996
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

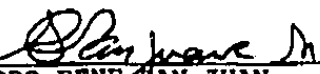
WITNESSETH:

That LA NUEVA MIA BAKERY INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Dade, has named LEONARDO RENE SAN JUAN, located at 1710 N.W. 17 Avenue, Miami, Florida 33125, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of
LA NUEVA MIA BAKERY INC.

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this September 12, 1996.


LEONARDO RENE SAN JUAN
Registered Agent

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
Telephone (305) 859-7494 / Facsimile (305) 858-2513
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