

(((H96000013877 1)))

DIVISION OF CORPORATIONS TO:

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: LA CASA DEL PAN INTERNATIONAL BAKERY CORPORA

AUDIT NUMBER..... H96000013877

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS. 0 PAGES..... 5

CERT, COPIES....1

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The house of Bread International
Bakery Corporation

296A-U5441)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 3, 1996

EMPIRE CORPORATION KIT COMPANY

SUBJECT: LA CASA DEL PAN INTERNATIONAL BAKERY CORPORATION REF: W96000020942

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The FAX audit number must be on the top and bottom of each page of the document.

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Dana Calloway Document Specialist

FAX Aud. #: H96000013877 Letter Number: 896A00045307

ARTICLES OF INCORPORATION



OF

LA CASA DEL PAN INTERNATIONAL BAKERY CORPORATION

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

ARTICLE I - NAME

The name of the corporation shall be:

LA CASA DEL PAN INTERNATIONAL BAKERY CORPORATION

The principal place of business of this corporation shall be 2311-2315 W-52 St. Hialeah, Florida 33016.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock \$1 per value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 2311-2315 W. 52 St. Hialeah, Plorida 33016 and the name of the initial registered agent of the corporation at that address is Meibe Urrea.

Prepared by: Carlos Alberto Rodríguez, Esq. 175 Fontainebleau Blv. # 2-G-8 Míami, Fl. 33172 - (305) 552-9795 Bar No.: 997560

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ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - OFFICERS AND DIRECTORS

This corporation shall have three officers and three directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are appointed are:

Meibe Urrea

9581 Fontainebleau Blvd. #105

President/Dir.

Miami, FL 33172

Angelica Urrea
Vice-President/Dir.

9581 Fontainebleau Blvd. #105

Miami, FL 33172

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Meibe Urrea 9581 Fontainebleau Blvd. #105 Miami, Fl. 33172

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 02nd day of October 1996.

Incorporator

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STATE OF FLORIDA) COUNTY OF DADE

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BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Meibe Urrea, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me he executed the same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 02nd day of October, 1996.

My commission expires:

NORMA L. VILLARREAL My Comm Exp. 5/27/99 Bonded By Service Ins No. CC466941 () Paramally Keans

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CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCEEDS MAY BE SERVED

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WITNESSETH:

That LA CASA DEL PAN INTERNATIONAL BAKERY CORPORATION desiring to organize under the laws of the State of Florida, which will have its principal office in the county of Dade, State of Florida, has appointed Meibe Urrea/2311-2315 W. 52 St. Hialeah, Florida 33016 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named by the first Board of Directors 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 provision of the Florida Statutes, this 02nd day of October, 1996.

Resident Agent

96 OCT -4 MITH: 1.
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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DIVISION OF CORPORATIONS

FAX #: (850)922-4000

ROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

AME: LA CASA DEL PAN INTERNATIONAL BAKERY CORPORA

AUDIT NUMBER..... H97000012262 DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS. 0 CERT. COPIES....0

PAGES..... DEL METHOD . . PAX

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EMPTRE CORPORATE KIT

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ARTICLES OF AMENDMENT

H 97000012262

TO

FILED DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

97 JUL 28 PH 2: 53

OF

| | LA | CASA | DEL | PAN | INTERNATIONAL | BAKERY | |
|----------------|----|------|-----|-----|---------------|--------|--|
| CORPORATION | | | | | | | |
| (present name) | | | | | | | |

Pursuant to the provisions of section 607, 1006. Florida Statues, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article num:ber(s) being amended.

added or deleted)

- ARTICLE I Change place of business of the corporation to: 2349-2351 W. 52 St. Hialeah, Florida 33016.
- ARTICLE IV Change the registered office of the corporation to: 2349-2351 W. 52 St. Hialeah, Florida 33016.
- ARTICLE VI Corporation had two officers and directors initially, not three. Error made by preparer of articles. Corporation now has two.

Angelica Urrea resigns as Vice-President/Director.

Pablo E. Marmolejo is elected as Vice-President/Secretary of corporation. Mr. Marmolejo has a mailing address of: 2349-2351 W. 52 St. Hialeah, Florida 33016.

Meibe Urrea who was President of the corporation is now President/Treasurer.

pared by:

ott E. Tillem

Fairway Dr. #219

erfield Beach, F1 33441

'54) 725-0720

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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| THIRD: | | The date of each amendment's adoption: JULY 21, 1997 | | | | | |
|---------|---|---|--|--|--|--|--|
| FOURTH: | | Adoption of Amendment(s) (check one) | | | | | |
| Ð | The am- | endment(s) was/were approved by the shareholders. The number of votes the amendment(s) was/were sufficient for approval. | | | | | |
| D | The amendment(s) was/were approved by the shareholders through voting groups. | | | | | | |
| | | The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): | | | | | |
| | | "The number of votes cast for the amendment(s) was/were sufficient for approval by | | | | | |
| | | approval by | | | | | |
| | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. | | | | | | |
| | The ame action an | ndment(s) was/were adopted by the incorporators without shareholder id shareholder action was not required. | | | | | |
| | Sign | ied this 21st day of JULY 19 97 | | | | | |
| | | Signature of Meithe Unes | | | | | |
| | | (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR | | | | | |
| | | (By a director if adopted by the directors) | | | | | |
| | | OR (By an incorporator if adopted by the incorporators) | | | | | |
| | | MEIBE URREA | | | | | |
| | | Typed or printed name | | | | | |
| | | PRESIDENT | | | | | |
| | | Title | | | | | |

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