

GREENBERG  
ATTORNEYS AT LAW  
TRAURIG

P960000 89927

Isabel Perez, Legal Assistant  
(305) 789-5498

October 29, 1996

VIA UPS

Corporate Records Bureau  
Secretary of State, Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

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-10/30/96--01089--020  
\*\*\*\*122.50 \*\*\*\*122.50

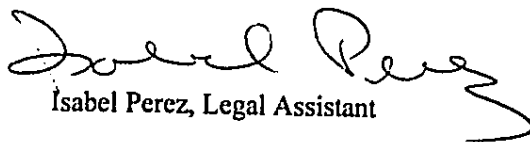
Re: Rey Moreno of Florida, Inc.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for Rey Moreno of Florida, Inc. Also enclosed is our check in the sum of \$122.50 for certification of same.

Thank you for your attention to this matter.

Sincerely,

  
Isabel Perez, Legal Assistant

IP

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96 OCT 30 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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GREENBERG TRAURIG HOFFMAN LIPOFF ROSEN & QUENTEL, P.A.  
1221 BRICKELL AVENUE MIAMI, FLORIDA 33131 305-579-0500 FAX 305-579-0717  
MIAMI NEW YORK WASHINGTON, D.C.  
FORT LAUDERDALE WEST PALM BEACH TALLAHASSEE ORLANDO

**ARTICLES OF INCORPORATION  
OF  
Rey Moreno of Florida, Inc.**

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**ARTICLE I**

The name of the corporation is Rey Moreno of Florida, Inc. (hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is c/o Oscar Levin/Greenberg Traurig 1221 Brickell Avenue, 23<sup>rd</sup> Floor, Miami, Florida 33131.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristic of such stocks shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	\$0.01	Common

**ARTICLE IV**

The corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting, must sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes of which is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, City of Miami, County of Dade, State of Florida 33131, and the name of its initial registered agent at such office is **Oscar Levin/ Greenberg Traurig**.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one President/ Director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's President /Director until successors are duly qualified is:

Rey Moreno  
c/o Oscar Levin/Greenberg Traurig  
1221 Brickell Avenue, Miami, Florida 33131

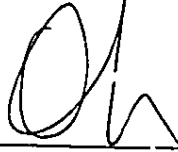
**ARTICLE VII**

The name of the incorporator is Oscar Levin and the address of the incorporator is 1221 Brickell Avenue, 23<sup>rd</sup> Floor, Miami, Florida 33131.

**ARTICLE VIII**

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

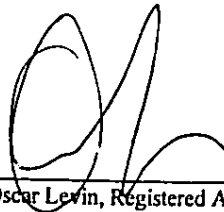
**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation, pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 29<sup>th</sup> day of October, 1996.



Oscar Levin

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of Oscar Levin, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



Oscar Levin, Registered Agent

Dated: October 29, 1996.

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