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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 179392 100772A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pajaro

96 DEC -6 PM 2:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 6, 1996

ORDER TIME : 3:08 PM

ORDER NO. : 179392-005

900002023059--6

CUSTOMER NO: 100772A

CUSTOMER: Mr. Peter M. Rini
MR. PETER M. RINI

10432 Northwest 50th Place

Coral Springs, FL 33076

DOMESTIC FILING

NAME: YUPI INTERNET CAFE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

RECEIVED
96 DEC -6 PM 4:07
VISION OF CORPORATION

12-9-96

ARTICLES OF INCORPORATION OF

FILED
96 DEC -6 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

YUPI INTERNET CAFE, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of Incorporation

ARTICLE I NAME

The name of the corporation shall be:

Yupi Internet Cafe, Inc.

ARTICLE II PRINCIPLE OFFICE

c/o Carlos A. Cardona
584 N.W. 135 Terr.
Plantation, Florida 33325

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Carlos A. Cardona
584 N.W. 135 Terr.
Plantation, Fl. 33325

ARTICLE V INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

Carlos A. Cardona
584 N.W. 135 Terr
Plantation, Fl 33325

Lunelly Cardona
584 N.W. 135 Terr.
Plantation, Fl. 33325

The undersigned have executed these Articles of Incorporation this 26 day of
November, 1996

Carlos A. Cardona President

Signature/ Title

Lunelly Cardona Vice President

Signature/ Title

ACCEPTANCE OF REGISTERED AGENT

DESIGNATED IN THE ARTICLES OF INCORPORATION

FILED
96 DEC -6 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Carlos A. Cardona, an individual residing in this state having a registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of Yupi Internet Cafe, Inc., is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Carlos A. Cardona