



P96000103808

ACCOUNT NO. : 072100000032

REFERENCE : 202982 83522A

AUTHORIZATION :

Patricia Pizjeto

COST LIMIT : \$ 122.50

ORDER DATE : December 27, 1996

ORDER TIME : 10:19 AM

ORDER NO. : 202982-005

CUSTOMER NO: 83522A

800002039 755--5

CUSTOMER: Luciano Isla, Esq
LUCIANO ISLA, ESQ

Suite 300
1790 W. 49th Street
Hialeah, FL 33012

DOMESTIC FILING

NAME: DAIRY YORK OF FLORIDA,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Richard W Whittaker

EXAMINER'S INITIALS:

FILED
36 DEC 27 PM 2:22
TALLAHASSEE, FLORIDA
Dmc 12/27/96

**ARTICLES OF INCORPORATION
OF
DAIRY YORK OF FLORIDA, INC.**

FILED
96 DEC 27 PM 2:22
SEC. OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME
DAIRY YORK OF FLORIDA, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) Shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

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

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE**

The street address of the initial principal office of this corporation is 9417 Fountainbleau Boulevard, Unit No. 214, Miami, FL 33172. The street address of the initial registered office of this corporation is 9015 S.W. 125th Avenue, #N-201, Miami, FL 33186 and the name of the initial registered agent of this corporation at that address is Jorge E. Moreno.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws.

The name(s) and address(es) of the initial Board of Directors of this corporation is/are:

Jorge E. Moreno

S/T/D

9015 S.W. 125th Avenue, #N-201
Miami, FL 33186

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME

ADDRESS

Jorge E. Moreno

9015 S.W. 125th Avenue, #N-201
Miami, FL 33186

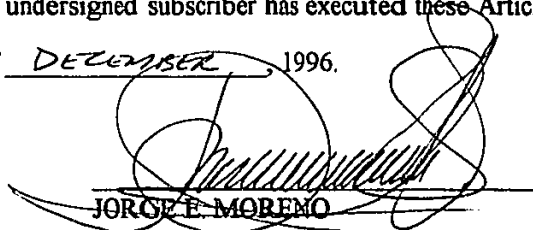
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by Law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 26 day of DECEMBER, 1996.


JORGE E. MORENO

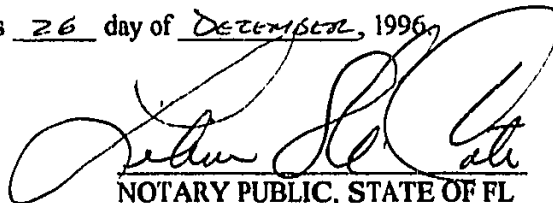
STATE OF FLORIDA

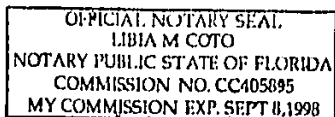
COUNTY OF DADE

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, JORGE E. MORENO, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 26 day of DECEMBER, 1996.

My Commission Expires:

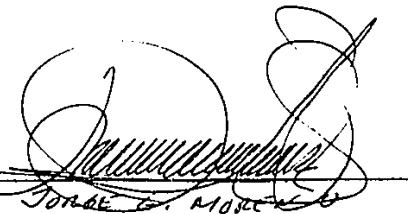

NOTARY PUBLIC, STATE OF FL



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

FILED
96 DEC 27 PM 2:22
TALLAHASSEE FLORIDA

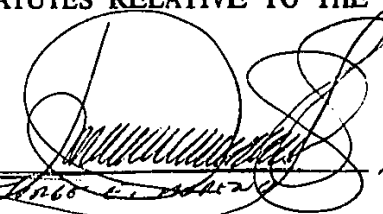
FIRST -- THAT DAIRY YORK OF FLORIDA, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA,
HAS NAMED JORGE E. MORENO, LOCATED AT 9015 S.W. 125TH AVENUE, #N-
201, MIAMI, FL 33186, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

BY: 
JORGE E. MORENO

TITLE: SECRETARY

DATE: 12/26/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE: 
JORGE E. MORENO

DATE: 12/26/96