

01/13/97

16:12

P97000003402

1/13/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000000677 9))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839

ACCT#: 071001002335

FAX #: (305) 716-0346

NAME: AAA INTERNATIONAL FREIGHT FORWARDING INC.

AUDIT NUMBER.....H97000000677

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P. A.

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

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. **

RECEIVED

97 JAN 13 PM 3:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/13/97
TS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN 13 PM 3:54

H97000000677

ARTICLES OF INCORPORATION**OF****AAA INTERNATIONAL FREIGHT FORWARDING INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **AAA INTERNATIONAL FREIGHT FORWARDING INC.**

The principal place of business of this corporation shall be: 8366 N.W. 66th St.
Miami, Fl 33166

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100 Shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Wilmer A. Jauregui 9755 N.W. 48th Terrace
Miami, Fl 33178

Prepared by: Wilmer A. Jauregui
8366 N.W. 66th St.
Miami, Fl 33166
(305) 318-2104

H97000000677

01/13/97

16:12

NO. 384 003

H97000000677

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Wilmer A. Jauregui 9755 N.W. 48th Terrace
Miami, FL 33178

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 13th day of January, 1997.

Signature(s) of Incorporator(s)

Wilmer A. Jauregui

H97000000677

H970000 00677

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation _____

_____ **AAA INTERNATIONAL FREIGHT FORWARDING INC.** _____

2. The name and address of the registered agent and office is:

_____ **Wilmer A. Jauregui 9755 N.W. 48th Terrace** _____
_____ **(P.O. BOX NOT ACCEPTABLE)** _____

_____ **Miami, Fl 33178** _____

_____ **(CITY/STATE/ZIP)** _____

97 JAN 13 PM 3:54
FILED
TALLAHASSEE
FLORIDA

SIGNATURE _____

Wilmer A. Jauregui
(corporate officer)

TITLE _____

President

DATE _____

1-13-97

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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE _____

Wilmer A. Jauregui

DATE _____

1-13-97

H9700 0000677

07-13-18 7 23 35 52 E IN WIR ES/PR NTING.COR KIT
P97000003403

FILED

97 JAN 13 PM 2:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 JAN 13 PM 3:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/10/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

4:17 PM

((H97000000623 3))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: LA NUEVA CUBA MODERNA, INC.

AUDIT NUMBER.....H97000000623

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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>:
Menu: <Ctrl R-Shift>

2400 7E1

VT100

[Handwritten signature]
1/13/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 13, 1997

ACE INDUSTRIES INC.

MIAMI,

SUBJECT: LA NUEVA CUBA MODERNA, INC.
REF: W97000000771

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and resubmit the complete document, including the electronic filing cover sheet.

Please provide an English translation for the entity's name in your cover letter.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H97000000623
Letter Number: 797A00001614

The New Modern Cuba, Inc.

H97-00623

ARTICLES OF INCORPORATION
OF

LA NUEVA CUBA MODERNA, INC.

We the undersigned incorporate for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities - and liabilities of incorporation for profit and subject to the following provisions.

ARTICLE I

The name of the corporation shall be:
LA NUEVA CUBA MODERNA, INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation is organized with the purpose to engage - in the transaction of restaurant, processing food at retail and wholesale distribution, etc. ----- and all other lawful activities of business permitted under the laws of the State of Florida and of the United --- States of America.

ARTICLE IV

The aggregate maximum number of shares which this corporation shall have authority to issue and have outstanding at anyone time is: Five Hundred Shares at one dollar value.

ARTICLE V

This corporation shall begin business with no less than -- Five Hundred Dollars (\$500.00).

ARTICLE VI

The post office address of the principal office of this -- corporation shall be: 2025 West Flagler Street, Miami, Florida 33125.

Prepared by:
ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2871

H97-00623

H97-00623

ARTICLE VII

The name and address of the initial Registered Office of --
this corporation in the State of Florida is:

MARIA V. ZAMACONA
2025 West Flagler Street
Miami, Florida 33125

ARTICLE VIII

The business of the corporation shall be managed by a Board
of Directors. The number of Directors, no less than one, no
more than five and shall be fixed by resolution of the ----
stockholders at regular or special meetings, subject to the
manner of holding such meetings prescribed by the by-laws.

ARTICLE IX

The name and post office address of the members of the Board
of Directors who shall serve as members thereof, are as ----
follows:

NAME	OFFICE	ADDRESS
Maria V. Zamacona	President and Secretary	2025 West Flagler St. Miami, Florida 33125

ARTICLE X

Distribution to incorporators is as follows:

Maria V. Zamacona	500 Shares	\$ 500.00 Value
-------------------	------------	-----------------

ARTICLE XI

Each stockholder before offering to sell or otherwise dispose
of the stock of this corporation, owned by him first offer --
such stock to the remaining stockholders of this corporation
and obtaining their refusal to purchase same, proceed to sell
at the fair market value thereof.

H97-00623

H97-00623

ARTICLE XII

Amendments to the Articles of Incorporation, merger, consolidations or dissolution shall be approved and submitted to the stockholders for approval 51 % of all votes will be necessary and thirty days notice shall be provided.

ARTICLE XIII

This corporation shall have full power to carry on and transact each or all business enumerated in Article III of this -- Articles of Incorporation. Shall have all the general and --- additional powers now conferred upon it by the laws and the - by-laws.

IN WITNESS THEREOF, we the undersigned, have made subscribed and acknowledged these Articles of Incorporation, on this -- 29th Day of November 1996.

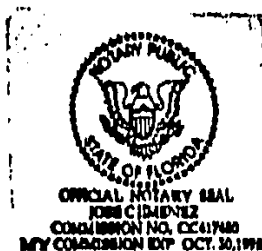
Maria V. Zamacona
Maria V. Zamacona - Incorporator

STATE OF FLORIDA)
)
COUNTY OF DADE)

Before me the undersigned authority duly authorized to administer oath and take acknowledgement, personally appeared ---
MARIA V. ZAMACONA -----

who after first being duly sworn, executed the foregoing ----
ARTICLES OF INCORPORATION, freely and voluntarily for the ---
purpose therein expressed.

IN WITNESS THEREOF I have hereunto set my hand and official -
seal at Miami, said County and State, this 29th Day of November 1996.



José C. Jimenez
NOTARY PUBLIC, State of Florida at
large.

H97-00623

H97-00623

CERTIFICATE OF DESIGNATION
REGISTERED AGENT=REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida --
Statutes, the undersigned corporation, organized under the
laws of the State of Florida, submits the following -----
statement in designating the registered office/registered
agent in the State of Florida.

The name of the Corporation is LA NUEVA CUBA MODERNA, INC.

The name and address of the Registered Agent and office is
MARIA V. ZAMACONA, 2025 West Flagler Street, Miami, Florida
33125.

Maria V. Zamacona
Corporate Officer

Title: President

Dated: November 29, 1996.

Having been named to accept service of process for the above
stated corporation, at the place designated in this certifi-
cate, I hereby agree to act in this capacity, and further --
agree, to comply with the provisions of all statutes relative
to the proper and complete performance of my duties; and ---
accept the duties and obligations of section 607.325., Flori-
da Statutes.

Maria V. Zamacona
Maria V. Zamacona, Registered
Agent, accepting office.

H97-00623