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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: SAN LAZARO CATERING, INC.

AUDIT NUMBER.....H97000002506

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

CERT. OF STATUS..0

PAGES..... 4

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**ARTICLES OF INCORPORATION  
OF****SAN LAZARO CATERING, INC.****ARTICLE I-NAME**

The name of this Corporation is SAN LAZARO CATERING, INC.

**ARTICLE II-DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE III-PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV-CAPITAL STOCK**

This Corporation is authorized to issue and have outstanding at any one time an aggregate number of shares of 500 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered office of this Corporation is 3292 W 73 TERRACE HIALEAH, FL 33018. The principal place of business of the corporation shall be 3292 W 73 TERRACE, HIALEAH, FLORIDA 33018.

**ARTICLE VI-INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (2) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and address of the initial Director are:

NAME	ADDRESS
JOSE A HABER	3292 W 73 TERRACE, HIALEAH, FL 33018
MAXIMINA HABER	3292 W 73 TERRACE, HIALEAH, FL 33018

Prepared by: Herminia Rosario  
Rosario & Associates,  
4410 W 16th Ave. #2  
Hialeah, Florida 33012  
Phone (305) 828-8622  
Fax (305) 828-4657

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ARTICLE VII-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII-INDemnIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, 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 others.

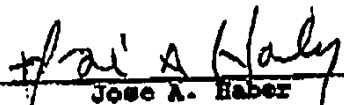
ARTICLE X-INCORPORATOR

The person signing these articles is Jose A. Haber, 3292 W 73 Terrace, Hialeah, Florida 33018.

ARTICLE XI-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this February 9, 1997.

  
Jose A. Haber

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ACCEPTANCE BY REGISTERED AGENT

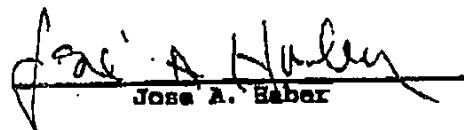
Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

SAN LAZARO CATERING, INC., a Florida Corporation organized under the laws of the State of Florida has named Jose A. Haber, Hialeah, Dade County, State of Florida, as its agent to accept service of process within this state.

  
Jose A. Haber

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR SAN LAZARO CATERING, INC., AT 3292 W 73 Terrace, Hialeah, Florida, 33018. THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this February 9, 1997

  
Jose A. Haber

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