

ATKINSON, DINER, STONE & MANKUTA, P.A.

ATTORNEYS AT LAW

WILSON C. ATKINSON, III
JESSE H. DINER
ADELE I. STONE *
DAVID B. MANKUTA
EDWARD HEILBRONNER **
DOUGLAS KNISKERN ***
LAWRENCE M. DOUCHA
MARK A. COLE ****
BERNARD C. STCOE
PATRICK H. NEWTON *
KIMBERLY HALL DOWE

POST OFFICE DRAWER 2088
1946 TYLER STREET
HOLLYWOOD, FLORIDA 33022-2088
TELEPHONE (954) 925-5501
MIAMI (305) 944-1882
BOCA RATON (561) 488-8882
TELEFAX (954) 920-2711

* BOARD CERTIFIED IN REAL ESTATE
** BOARD CERTIFIED IN TAXATION
*** BOARD CERTIFIED IN WILLS, TRUSTS
AND ESTATE
**** BOARD CERTIFIED IN HEALTH LAW

9700001519

February 15, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-02/14/97--01030--010
****122.50 ****122.50

Re: Machado Golden Eagle, Inc.

To Whom It May Concern:

Enclosed are Articles of Incorporation for the captioned corporation. Also enclosed is a check in the amount of \$122.50. Please prepare a certified copy of the Articles of Incorporation, endorse your approval thereon, and return the copy to us.

We would appreciate your prompt response to this matter. Of course, if you should have any questions or comments whatsoever, please do not hesitate to call immediately.

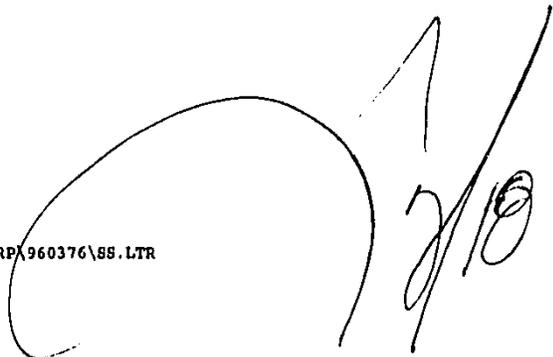
Sincerely,



Edward Heilbronner

EH/jk
Enclosures

cc: Mr. Ceferino Machado (w/enc.)
Alexander M. Salgado, C.P.A. (w/enc.)



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FILED
97 FEB 14 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MACHADO GOLDEN EAGLE, INC.

97 FEB 14 PM 12:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be:

MACHADO GOLDEN EAGLE, INC.

ARTICLE II.

MAILING ADDRESS AND PRINCIPAL OFFICE

The Corporation's mailing address is:

3822 West 12th Avenue
Hialeah, Florida 33012

The address of the Corporation's principal office is:

3822 West 12th Avenue
Hialeah, Florida 33012

ARTICLE III.

NATURE OF CORPORATE BUSINESS

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

ARTICLE IV.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of seven thousand five hundred (7,500) shares of stock. The shares of stock authorized shall be common stock having a par value of One (1) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Alexander M. Salgado, C.P.A.
c/o Mallah, Furman & Company, P.A.
1001 Brickell Bay Drive, Suite 1400
Miami, FL 33131

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTORS

The name and post office address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
CEFERINO MACHADO	3822 West 12th Avenue Hialeah, Florida 33012
MARCIA MACHADO	3822 West 12th Avenue Hialeah, Florida 33012

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporators executing these Articles of Incorporation are as follows:

<u>Incorporator</u>	<u>Address</u>
CEFERINO MACHADO	3822 West 12th Avenue Hialeah, Florida 33012
MARCIA MACHADO	3822 West 12th Avenue Hialeah, Florida 33012

ARTICLE IX.

COMMENCEMENT DATE

Corporate existence will commence upon the filing of these Articles of Incorporation.

THE UNDERSIGNED Incorporators, for the purpose of forming a Corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

 (SEAL)
CEFERINO MACHADO

 (SEAL)
MARCIA MACHADO

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this
29th day of JANUARY, 1997, by CEFERINO MACHADO and MARCIA
MACHADO, who are personally known to me or have produced
_____ as identification.



Edward Heibroner
MY COMMISSION # CC553227 EXPIRES
July 23, 2000
BONDED THRU TROY FAHN INSURANCE, INC.

Edward Heibroner
Notary Public, State of Florida
at Large

The undersigned hereby accepts the foregoing designation as
initial Registered Agent and agrees to comply with the provisions
of law applicable to said designation.

Alexander M. Salgado
ALEXANDER M. SALGADO

FILED
97 FEB 14 PM 12:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA