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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: JUACO CORP. INC.

AUDIT NUMBER.....H97000002789

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

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EMPIRE CORPORATE KIT

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**ARTICLES OF INCORPORATION
OF
JUACO CORP. INC.**

**ARTICLE I
NAME**

The name of the corporation is JUACO CORP. INC.

**ARTICLE II
PRINCIPAL OFFICE**

The mailing address of this corporation is 1655 SW 107 Ave. Miami, Florida 33165.

**ARTICLE III
PURPOSE**

The corporation is organized for the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the state of Florida, including but not limited to the business of service and sale of food, beverage, tobacco and other items, or any other business incident or connected to such business, including retail and wholesale sales.

**ARTICLE IV
CAPITAL STOCK**

The capital stock authorized, the par value thereof and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value/Share</u>	<u>Class of Stock</u>
100	\$1.00	Common

**ARTICLE V
TERM OF EXISTENCE**

This corporation is to exist perpetually from the date these Articles are subscribed to the provisions of the Florida Statutes Sections 607.167.

**ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is JOAQUIN A. OCHOA, and the address of the initial state registered office is 1655 Sw 57 Ave Miami, Florida 331655, pursuant to the Florida Statutes Section 607.0501 and 607.0505. The registered agent shall also serve as resident agent pursuant to Florida Statutes Section 48.091.

Prepared By: Ana Rodriguez
Professional Consultants
2320 SW 57th Ave. Ste 203
Miami, FL 33155
305-267-1926

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ARTICLE VII
DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors of the corporation are:

JOAQUIN A. OCHOA
342 SW 29TH RD
Miami, Florida 33129

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator is:

JOAQUIN A. OCHOA
342 SW 29TH RD
Miami, Florida 33129

ARTICLE IX
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLES X
CUMULATIVE VOTING

At each election for directors, cumulative voting as set forth in Florida Statutes Section 607.097 (4) shall be allowed, provided ten (10) days' notice in writing be given the secretary of the company by the shareholder desiring cumulative voting.

ARTICLE XI
INDEMNIFICATION

This Corporation shall indemnify and may advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

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IN WITNESS WHEREOF, the undersigned, being the Incorporator named above for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this ____ day of February, 1997.

J. A. Ochoa
Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 12 day of February, 1997, by JOAQUIN A. OCHOA, personally known to me or who has produced the following identification [Signature].

My commission expires:
(Seal)

[Signature]
Notary Public for State of Florida at Large

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process from the above stated corporation at the place designated in Article VI, I hereby accept appointment and agree to comply with the provisions and all statutes relating to the proper and complete performance of my duties, and I am familiar and have accepted the obligation of my position as provided in Florida Statutes Section 607.0505.

J. A. Ochoa
JOAQUIN A. OCHOA, Registered Agent

ANA L. RODRIGUEZ
Notary Public, State of Florida
My Comm. Expires May 29, 1998
No. CO 374845
Bosch Trial Office Notary Service

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