



CERTIFIED PUBLIC ACCOUNTANTS

MEMBERS: AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS
FLORIDA INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

R.E. RODRIGUEZ, P.A.

KOGER EXECUTIVE CENTER
8405 N.W. 53RD STREET, SUITE C-103
MIAMI, FLORIDA 33166

TELEPHONE: (305) 592-2050
TELEFAX: (305) 594-9988

February 27, 1997

Ms. Beth Register
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL

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-03/04/97--01110--010
***122.50 ***122.50

Dear Ms. Register:

Attached please find the Articles of Incorporation of CBR RESTAURANT
DEPOT, INC. to be processed.

In the envelope provided will you please return to us the the
documents.

Sincerely,

R. E. RODRIGUEZ, P.A.

Nasserina D. Miranda

NOTE: Please use return address above.

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97 FEB 28 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER FEB 28 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

CBR RESTAURANT DEPOT, INC.

The undersigned natural person, acting to form a corporation under the laws of the State of Florida that provide for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, do hereby make, subscribe acknowledge and file with the Secretary of State of the State of Florida these Articles of incorporation; and to that end set forth:

ARTICLE I

The name of the corporation shall be:

CBR RESTAURANT DEPOT, INC.

ARTICLE II

The initial post office address of the principal office of this corporation in the state of Florida will be:

1238 NORTH MIAMI AVE.
MIAMI, FL 33136

ARTICLE III

This corporation will engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

The total number of shares of stock which this Corporation is authorized to have outstanding is defined as follows:

<u>Class</u>	<u>No. Shares</u>	<u>Per Value</u>
Common	500	\$ 1.00

The amount of capital this corporation shall begin business with is:

\$ 500.00

ARTICLE V

This Corporation shall have perpetual existence.

ARTICLE VI

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time, as provided by the By-laws adopted by the stockholder.

ARTICLE VII

The name and post office address of the member of the first Board of Director of this corporation, and who shall hold office for the first year, or until his successors are chosen shall be:

MARIO E. MORENO	DIRECTOR
1238 NORTH MIAMI AVE.	
MIAMI, FL 33136	

ARTICLE VIII

The name and address of the officer of the Corporation, who shall hold office until his successors are chosen shall be:

MARIO MORENO	PRESIDENT
1238 NORTH MIAMI AVE.	
MIAMI, FL 33136	

MARTHA BERNEY	SECRETARY
5465 LA GORCE DRIVE	
MIAMI BEACH, FL 33140	

The initial registered agent and registered office of the corporation shall be:

MARTHA BERNEY
5465 LA GORCE DRIVE
MIAMI BEACH, FL 33140

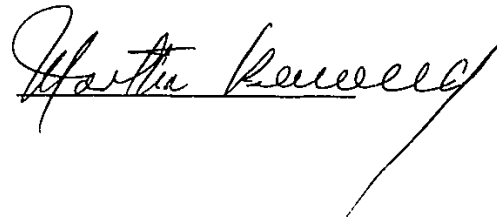
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IN WITNESS WHEREOF, the undersigned, being the sole incorporator of the corporation identified above, declare that I have examined the foregoing this 27th day of February, 1997.

MARIO E. MORENO
1238 NORTH MIAMI AVE.
MIAMI, FL 33136



I, Martha Berney, also accept to be the registered agent for the Corporation.



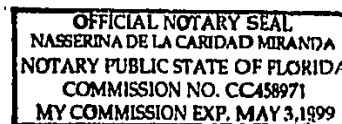
COUNTY OF DADE)

SS:

STATE OF FLORIDA)

THIS IS TO CERTIFIED that on this day of 27th day of February, 1997 before me, a Notary Public, personally appeared Jaime Moreno, and Martha Berney, who I am satisfied are persons name as the incorporator and executor and registered agent respectively of the forgoing Articles of Incorporation, and who by his signature in my presence has acknowledged the same as his voluntary act.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on the date given above.


Notary Public

My Commission expires

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA