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FAX #: (305) 541-3770

NAME: QUINCOSES ENTERPRISES, INC.

AUDIT NUMBER.....H97000005023

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

CERT. OF STATUS..0

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**ARTICLES OF INCORPORATION OF  
QUINCOSSES ENTERPRISES, INC.**

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I, Sergio Quincoses, Sergio Quincoses, Jr. and Roberto Quincoses, the undersigned, being of legal age and natural persons, do hereby subscribe to, acknowledge, and file the following articles of incorporation for the purpose of creating a corporation under the laws of the state of Florida.

1. The name of this corporation shall be Quincoses Enterprises, Inc.

2. The purpose of this corporation shall include the transaction of any and all lawful business for which corporations may be incorporated under chapter 607, Florida Statutes.

3. The aggregate number of shares which this corporation shall be authorized to issue is one hundred (100) shares. The shares shall be issued at \$.10 par value. The shares shall be issued as follows: eighty-five percent (85%) shares to Sergio Quincoses, 10 percent (10) shares to Sergio Quincoses, Jr. and five percent (5%) shares to Roberto Quincoses.

4. This corporation shall commence its existence immediately upon the filing of these articles of incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

5. The address of the principle office of the corporation and the mailing address of the corporation shall be 9821 S.W. 35th Terrace, Miami, Florida 33165. The initial registered office of

Prepared by:  
Frank Carrillo, Esq.  
3663 S.W. 8th Street, #214  
Miami, Florida 33135  
(305)444-3000  
Fl. Bar. no. 801046

PAGE 1 OF 5

H97000005023

H9 7000 005 023

this corporation shall be 9821 S.W. 35th Terrace, Miami, Florida 33165; however, this corporation shall have the privilege of having its office and branch offices at other places within or without the state of Florida. The initial registered agent at such address shall be Sergio Quincoses.

6. This corporation shall have three (3) directors initially, and said directors shall be Sergio Quincoses, whose title shall be president and whose address is 9821 S.W. 35th Terrace, Miami, Florida 33165, Sergio Quincoses, Jr. whose title shall be vice-president and whose address is 581 E. 32nd Street, Hialeah, Florida 33013, and Roberto Quincoses, whose title shall be secretary and whose address is 581 E. 32nd Street, Hialeah, Florida 33013.

7. The names and addresses of the incorporators are Sergio Quincoses, Jr. whose title shall be vice-president and whose address is 581 E. 32nd Street, Hialeah, Florida 33013 and Roberto Quincoses, whose title shall be secretary and whose address is 581 E. 32nd Street, Hialeah, Florida 33013.

8. No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or

H9 7000 005 023

PAGE 2 OF 5

H97000005023

otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such other firm is so interested shall be disclosed or shall have been known to the board of directors or any majority thereof, and any director of this corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the board of directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he was not such director or officer of such other corporation or not so interested.

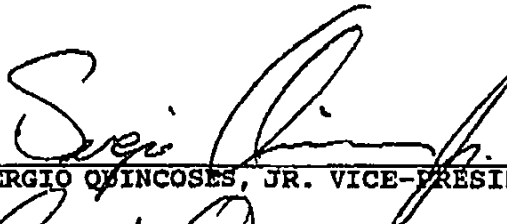
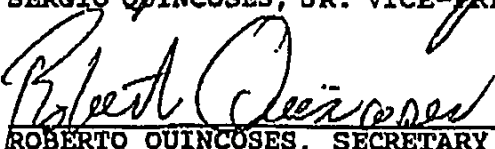
9. This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, we, Sergio Quincoses, Sergio Quincoses, Jr. and Roberto Quincoses, being the incorporators hereinbefore named, for the purpose of forming a corporation to do business both within and without the state of Florida, under the laws of the state of Florida, make and file these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seals this 24th day of March, 1997.

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SERGIO QUINCOSES, PRESIDENT

H9 7000 005 023


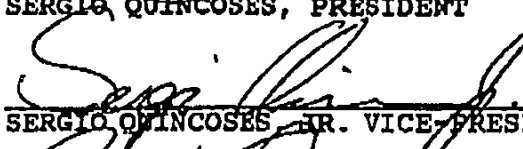
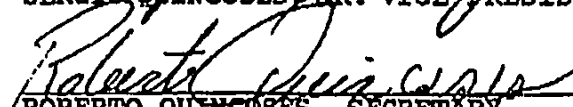
  
SERGIO QUINCOSES, JR. VICE-PRESIDENT  
  
ROBERTO QUINCOSES, SECRETARY

STATE OF FLORIDA

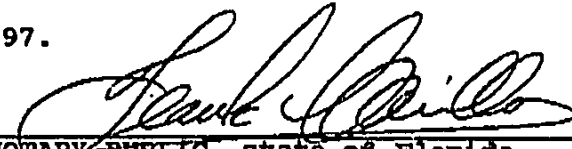
COUNTY OF DADE

BEFORE ME, the undersigned authorities, personally appeared to me known to be the persons described herein and who executed the foregoing articles of incorporation, who after being duly sworn, acknowledged under oath that they executed same of the purposes therein expressed.

Witness my hand and official seal in the state and county aforesaid this 24<sup>th</sup> day of March, 1997.

  
SERGIO QUINCOSES, PRESIDENT  
  
SERGIO QUINCOSES, JR. VICE-PRESIDENT  
  
ROBERTO QUINCOSES, SECRETARY

SWORN TO AND SUBSCRIBED before me this 24<sup>th</sup> day of March, 1997.

  
NOTARY PUBLIC, state of Florida

H9 7000 005 023

My Commission expires:

PAGE 4 OF 5

FRANK CARRILLO  
Notary Public, State of Florida  
My Comm. Expires June 20, 1998  
MAR-26-1997 12:06

TOTAL P.06

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TALLAHASSEE, FLORIDA

**CONSENT OF REGISTERED AGENT**

Having been named registered agent of this corporation at the office designated in the foregoing articles of incorporation, the undersigned hereby accepts the designation.

  
SERGIO QUINCOSES

H9 7000 005 023