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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

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

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: SANCHUCHO'S, INC.

AUDIT NUMBER.....H97000007551

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

CERT. OF STATUS..0

PAGES..... 5

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ARTICLES OF INCORPORATION  
OF

SANCHEUCHO'S, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is:

SANCHEUCHO'S, INC.  
The principal place of business is:  
9210 Fountainbleu Blvd., #509  
Miami, FL 33172

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes:

1. Of transacting any and all business permitted under the laws of the United States and under the laws of the State of Florida.
2. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.
3. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any

Richard A. Perez, Esq.  
330 S.W. 27th Avenue, Suite 609  
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Phone: 644-3377

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other objective in or about its business affairs and without limits as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stocks for any lawful purposes, including the acquisition of any other entity.

4. To engage in any and all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

#### ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 300 shares of common stock at one (\$1.00) dollars par value.

#### ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share at the price at which it is offered to others.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 9210 Fountainbleu Blvd., #509, Miami, Fl 33172 and the name of the initial registered agent of this corporation at that address is: GLADYS MEDINA.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The

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number of directors may be either increased or decreased by the By-Laws adopted by the shareholders but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
MARIA DE LOS ANGELES LLORENS, President	9210 Fountainbleu Blvd., #509, Miami, FL 33172
GLADYS MEDINA, Vice President	9210 Fountainbleu Blvd., #509, Miami, FL 33172
ANGEL N. DIAZ, Secretary	9210 Fountainbleu Blvd., #509, Miami, FL 33172

#### ARTICLE VIII. INCORPORATION

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
MARIA DE LOS ANGELES LLORENS, President	9210 Fountainbleu Blvd., #509, Miami, FL 33172
GLADYS MEDINA, Vice President	9210 Fountainbleu Blvd., #509, Miami, FL 33172
ANGEL N. DIAZ, Secretary	9210 Fountainbleu Blvd., #509, Miami, FL 33172

#### ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

#### ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 6th day of May, 1997.

Maria de los Angeles Llorens  
MARIA DE LOS ANGELES LLORENS

Gladys Medina  
GLADYS MEDINA

Angel N. Diaz  
ANGEL N. DIAZ

STATE OF FLORIDA )

COUNTY OF DADE )

BEFORE ME the undersigned authority personally appeared Maria de los Angeles Llorens, Gladys Medina, and Angel N. Diaz, known to me to be the persons who executed the Articles of Incorporation of SANCHUCHO'S, INC., and have acknowledged before me that they have executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal at Miami, Dade County, Florida, this 6th day of May, 1997.



Richard A. Perez  
My Commission CC570002  
Expires Aug. 28, 2000

[Signature]  
NOTARY PUBLIC

My commission expires:

Having been named to accept service of process for SANCHUCHO'S, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: 5-06-97

SIGNATURE: Gladys Medina

RESIDENT AGENT

THIS INSTRUMENT WAS PREPARED BY:  
RICHARD A. PEREZ, ESQUIRE  
330 S.W. 27th Avenue, Suite 609  
Miami, Florida 33135  
Telephone: (305) 644-3377

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