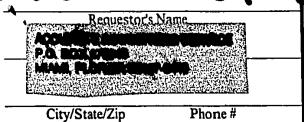
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CORETARY OF STATE

STOCK OF CORPORATION

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CORPORATION NAME(S)	& DOCUMENT NUMBER(S),	(if known):

1. <u>(Corp</u>	oration Name)	(Docume	nt #)
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NEW FILINGS	AMENDME	NTS	
Profit	Amendment		
NonProfit	Resignation of R	.A., Officer/ Director	
Limited Liability	Change of Regist	tered Agent	
Domestication	Dissolution/With	ndrawal	
Other	Метдет		
OTHER FILINGS	REGISTR	ATION/	
Annual Report	A QUALIFIC	CATION	
Fictitious Name	Foreign		
Name Reservation	Limited Partners	ship	
<u> </u>	Reinstatement		

Trademark

Other

Examiner's Initials (63.97)

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SECRETARY OF STATE

OVISION OF CORPORATIONS

OF

97 JUN -2 PM 1:07

CUSCATLAN RESTAURANT AND PIZZERIA, INC.

We, the undersigned, are desirous of forming a corporation under the laws of the State Of Florida, such laws that are applicable to corporations for profit, and respectfully petition the Secretary of State for approval of such corporation under the following proposed certificate of incorporation.

ARTICLE I

NAME

The name of this corporation shall be CUSCATLAN RESTAURANT AND PIZZERIA, INC., and its principal place of business shall be 4802 N.W. 7th street, Miami, FL 33126, and any other location that the Board of Directors may deem appropriate.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose or object to be transacted, promoted or carried on by this corporation is to carry on any kind or type of business activity permitted under the laws of the State of Florida and federal statutes, as amended.

ARTICLE III SHARES OF STOCK-NUMBER

The maximum number of shares that the corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock of the par value of \$1,000. per share.

The shares shall carry no preemptive rights.

Stock in this corporation shall be paid for in lawful money of the United States of America, or in property, labor, or services, provided that where stock is paid for in or by property, labor or services, the just value thereof shall be fixed by the Incorporators or the Board of Directors, in the manner provided by state statute.

ARTICLE IV

AMOUNT OF CAPITAL

The amount of capital with which the corporation will begin business will be a minimum of one thousand dollars (\$1,000.).

ARTICLE V

This corporation is to have perpetual existence, commencing upon the approval by the secretary of state of this certificate

ARTICLE VI

DIRECTORS

The affairs of the corporation will be managed by a Board Of Directors numbering at least three (3). The names and addresses of the individuals who are to serve as directors, until new directors are elected at the first shareholders meeting are as follows:

NAME	ADDRESS
America Colon	300 N.W. 160 Terrace Miami, FL 33162
Lydia Alvarado	500 N.W. 107 Avenue #1 Miami, FL 33172
Paul Colon	300 N.W. 160 Terrace Miami, FL 33162

ARTICLE VII

OFFICERS

The names and addresses of the individuals who will serve as the initial officers of the corporation until new directors are elected at the first shareholders meeting are as follows:

NAME	ADDRESS
America Colon	300 N.E. 160 Terace
President	Miami, FL 33162
Lydia Alvarado Vice President	500 N.W. 107 Avenue #1 Miami, FL 33172
Paul Colon	300 N.E. 160 Terace
Treasurer	Miami, FL 33162
Sigfrido Alvarado	500 N.W. 107 Avenue #1
Secretary	Miami, FL 33172

ARTICLE VIII

SUBSCRIBERS

The names and addresses of the individuals who are the original subscribers for the shares of common stock of the corporation are as follows:

NAME	ADDRESS
America Colon	300 N.E. 160 Terace Miami, FL 33162
Lydia Alvarado	500 N.W. 107 Avenue #1 Miami, FL 33172

We, the undersigned, being the original subscribers to this certificate of incorporation, do hereby make, subscribe, acknowledge and file this certificate and certify that the facts stated herein are true and have hereonto set our hands and seals this 20 day of

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

BE IT REMEMBERED that on this 20 day of May, 1997, personally came before me, a Notary Public of the State Of Florida, the parties to the foregoing certificate of incorporation known to me personally to be such, and acknowledged the said certificate to be the acts and deeds of the signers, and that the facts therein are truly set forth.

Given under my hand and seal the day and year aforesaid.

NOTARY PUBLIC, STATE OF FLORIDA

AT LARGE

My commission expires:

ROBERT L WYNN
Comm. No. CC 643321
Wy Comm. Exp. May 4, 2001
Bonded thru Pichard No. Aggy,

DERTIFICATE DESIGNATING PLACE OF BUSINESS OR SECRETARY OF STATE DOMICILE FOR THE SERVICE OF PROCESS WITHIN FISHON OF CORPORATION THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

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In pursuance of chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

That CUSCATLAN RESTAURANT AND PIZZERIA, IAN., desiring to organize under the laws of the state of Florida with its principal office as indicated in the Certificate of Incorporation at the city of Miami, County of Dade and State of Florids, has named PAUL COLON, 300 N.E. 160 Terrace, Miami, Fl 33162, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Paul Colon

Registered Agent