

P97000054965

June 6, 1997

DIVISION OF CORPS.
409 E. Gaines Street
Tallahassee, Fla. 32399

800002210698--5
06/12/97-01119-0001
*****78.75 *****78.75

Re: Incorporation
"Mi Tierra Antigua, Inc."
(My Old Country, Inc.)

To whom it may concern:

Enclosed you will find my incorporation papers and a check in the amount of \$78.75 in order to file for incorporation.

This check includes \$70.00 for filing fees and \$8.75 for the certificate of status.

Please process request and advise. If you need to reach me you may do so at (305) 551-9643 hm. / (305) 265-5687 wrk, or you may reach me at the below mentioned address.

Thank you very much for your attention.

Best regards.

Lourdes Sanchez

LOURDES SANCHEZ
4845 S.W. 136 Place
Miami, Florida 33175

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 11:52

W47-13895

RP
6-23-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1997

LOURDES SANCHEZ
4845 S.W. 136 PLACE
MIAMI, FL 33175

SUBJECT: MI TIERRA ANTIGUA, INC.
Ref. Number: W97000013895

We have received your document for MI TIERRA ANTIGUA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Bylaws are not filed with this office. Please retain them for your records.

Please provide an English translation for the entity's name in your cover letter.

The articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 397A00031853

**ARTICLES OF INCORPORATION
OF
MI TIERRA ANTIGUA, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN 23 AM 11:52

ARTICLE I

The name of the corporation is Mi Tierra Antigua, Inc. (My Old Country). The mailing address of the corporation is 4845 S.W. 136 Place, Miami, Florida 33175. The address of the principal office of the corporation is 4845 s.w. 136th place.

ARTICLE II

The date when corporate existence shall commence is the date these Articles have been executed and acknowledged if such date is within five business days prior to the date of filing, or the date filed with the Secretary of State of Florida if filed more than five days after the date of such execution and the corporation shall exist in perpetuity.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The corporation is authorized to issue 100 shares of one cent (.01) par value common stock which shall be designated "Common Shares".

ARTICLE V

The name, street address of the initial Registered Agent and Registered Office of the corporation are: Lourdes Y. Sanchez, 4845 s.w. 136th place, Miami, Florida 33175.

ARTICLE VI

The corporation shall have two (2) Directors initially. The number of Directors may be either increased or decreased from time to time as set forth in the By-Laws adopted by the corporation. The name of the initial Directors are: Lourdes Y. Sanchez and Elizabeth Ann Dunn.

ARTICLE VII

The name and address of the person signing these Articles is:
Lourdes Y. Sanchez, 4845 S.W. 136th Place, Miami, Florida 33175.

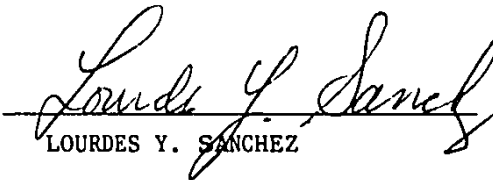
ARTICLE VIII

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

ARTICLE IX

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes and as such section is amended to increase the rights of the persons entitled to indemnity thereunder.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation June 18, 1997.


LOURDES Y. SANCHEZ

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing Articles of Incorporation were acknowledged before me by Lourdes Y. Sanchez, who is well known to me, this June 18, 1997

My Commission Expires



Grisel Sanchez
MY COMMISSION # 00502040 EXPIRES
October 15, 1999
BONDED THROUGH TROY FARM INSURANCE, INC.


NOTARY PUBLIC

FILED
SECRETARY OF STATE
JUN 23 97 AM 11:52

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

FILED
JUN 23 1997
AM 11:52
CLERK OF STATE
TALLAHASSEE, FLORIDA

Loude J. Sanchez
Signature/Incorporator

6/23/97
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Loude J. Sanchez
Signature/Registered Agent

6/23/97
Date