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TO: DIVISION OF CORPORATIONS

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NAME: COCO'S AVENTURA, INC.

AUDIT NUMBER.....H97000017836

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

CERT. OF STATUS..0

PAGES..... 6

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ARTICLES OF INCORPORATION

OF

COCO'S OF AVENTURA, INC.

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I, the undersigned, in order to form a corporation under and pursuant to the provisions of an act of the Legislature of the State of Florida, do hereby subscribe to these Articles of Incorporation.

1.

The name and address of the corporation is:

COCO'S OF AVENTURA, INC.  
3801 Waterways Boulevard, #504  
Aventura, FL 33180

2.

The duration of the corporation shall be perpetual.

3.

The purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

4.

The aggregate number of shares which the corporation shall have the authority to issue shall be:

(a) 12 shares of common voting stock, at non par value.

Prepared By:

JAMES R. SABATINO, ESQUIRE  
Florida Bar No. 069810  
1177 Kane Concourse, #104  
Bay Harbor Islands, FL 33154  
305/865-9831

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5.

The Registered Agent and his address is as follows:

DAVID MIGICOVSKY  
3801 Waterways Boulevard, #504  
Aventura, FL 33180

6.

The Board of Directors shall consist of one or more individuals, with the number specified in, or fixed in accordance with, its By-Laws. The number of Directors may be increased, or decreased from time to time by amendment to, or in the manner provided in, the By-Laws.

7.

The names and post office addresses of the original subscribers to these Articles are:

DAVID MIGICOVSKY  
3801 Waterways Boulevard, #504  
Aventura, FL 33180

7(a).

The name of the initial officers and directors are:

DAVID MIGICOVSKY, President/Director  
RICHARD A. CAHLIN, Secretary/Treasurer

8.

This corporation shall have the initial officers herein listed and may have any other officers so described in its By-Laws, who will be appointed by the existing officers or the Board of Directors.

Each officer has the authority and shall perform the duties set forth in the By-Laws or, to the extent consistent with the By-Laws, the duties prescribed by the Board of Directors or by

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the direction of any officer authorized by the By-Laws or the Board of Directors to prescribe the duties of the officers.

9.

This Corporation may in its By-Laws confer powers upon its Directors, in addition to any other powers and authorities conferred upon them by Statutes.

10.

Both Stockholders and Directors of this Corporation shall have the power to hold their meetings, and to have one or more offices, within or without the State of Florida.

11.

These Articles of Incorporation of this Corporation may be amended, changed, altered, or repealed in the manner now or hereafter prescribed by Florida Statutes and all rights conferred upon the Stockholders herein are granted subject to this reservation.

I, the undersigned being all of the undersigned subscribers to the capital stock, as recited herein, do make, subscribe and acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly, have heretofore set my hand and seal, this 22<sup>nd</sup> day of October, 1992.

  
DAVID MIGICOVSKY (Seal)

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STATE OF FLORIDA     )  
                              )  
COUNTY OF DADE       )     SS:

I HEREBY CERTIFY that on this \_\_\_\_\_ day of October,  
1927, before me personally appeared DAVID MIGICOVSKY, to me  
well known to be the subscriber described herein, and who signed  
the foregoing Certificate of Incorporation and who acknowledged  
before me that he signed, sealed and delivered same for the uses  
and purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto set my official hand and  
seal at Dade County, State of Florida, the day and year  
first above written.

X Personally known to me, or

\_\_\_\_ Produced Identification: \_\_\_\_\_



JAMES R. SABATINO  
COMMISSIONER'S COMMISSION  
EXPIRES NOV 22, 1930  
NOTARY PUBLIC  
JAMES R. SABATINO CO., INC.

James R. Sabatino  
NOTARY PUBLIC, State of  
Florida at Large

\_\_\_\_\_  
Printed Name of Notary

My Commission Expires:

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

COCO'S OF AVENTURA, INC.

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

FIRST---That COCO'S OF AVENTURA, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Aventura, County of Dade, State of Florida, has named DAVID MIGICOVSKY, located at 3801 Waterways Boulevard, #504, Aventura, County of Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated corporation, at 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.

By:

  
DAVID MIGICOVSKY  
(Registered Agent)

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