

Pesos Mexican Restaurants of Florida, Inc.
3909 Saddle Ridge St.
Valrico, Fl. 33594

P 97 000 102 117

November 20, 1997

Florida Department Of State
Division Of Corporations
PO Box 6327
Tallahassee, Fl 32314

Re: Pesos Mexican Restaurants of Florida, Inc.

Gentlemen:

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-12/01/97--01143--009
****122.50 ****122.50

Enclosed please find the original and one copy of the articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of the Articles of Incorporation and Fee for Registered Agent Designation for the above Corporation.

Very truly yours,


Ismael Rodriguez

FILED
97 DEC -1 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pesos Mexican Restaurants of Florida, Inc.

Mailing Address of the Corporation

1801 George Jenkins Blvd.
Lakeland, FL 33815

941-680-1341

ARTICLES OF INCORPORATION

of

Pesos Mexican Restaurants of Florida, Inc.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Pesos Mexican Restaurants of Florida, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 3000 shares of common stock, par value \$ 25. per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
1801 George Jenkins Blvd.		
CITY	Lakeland	ZIP 33815

Mailing address, if different

STREET ADDRESS		
CITY	FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Ismael Rodriguez	
ADDRESS	3909 Saddle Ridge St.	
CITY	Valrico,	ZIP 33594

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TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Ismael Rodriguez		
ADDRESS	3909 Saddle Ridge St.		
CITY	Valrico,	STATE	FL ZIP 33594
NAME	Blanca Prieto- Soto		
ADDRESS	3909 Saddle Ridge St.		
CITY	Valrico	STATE	FL. ZIP 33594
NAME			
ADDRESS			
CITY		STATE	ZIP

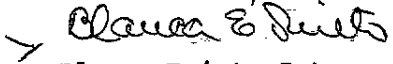
ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Ismael Rodriguez		
ADDRESS	3909 Saddle Ridge St.		
CITY	Valrico	STATE	FL ZIP 33594
NAME	Blanca Prieto-Soto		
ADDRESS	3909 Saddle Ridge St.		
CITY	Valrico,	STATE	FL ZIP 33594
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 20 th day of November, 19 97.


 _____ (Signature)
 Ismael Rodriguez


 _____ (Signature)
 Blanca Prieto-Soto

_____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Pesos Mexican Restaurants of Florida, In.

(name of corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation


at 1801 George Jenkins Blvd

Lakeland, Fl . 33815

has named Ismael Rodriguez

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.


ISMAEL RODRIGUEZ
(Signature)

11-25-97
(Date)