

P98000050288

TRANSMITAL LETTER

DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

300002529743- . 0  
-05/20/98--01023--002  
\*\*\*122.50 \*\*\*122.50

SUBJECT: Tarara Food Service Corporation  
( Proposed Corporation name -- must include suffix )

Enclosed is an original and one ( 1 ) copy of the articles of incorporation and a check  
for:

(    ) \$70.00            (    ) \$78.75            ( xx ) \$122.50            (    ) \$131.25

From: Alberto Sardinas  
Name ( Print or type )

1121 SW 32 AVENUE  
Address

Miami, Florida 33135  
City, State & Zip Code

Phone: (305) 444-5558  
Daytime telephone number

FILED  
98 JUN -4 PM12:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N O T E : Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 22, 1998

ALBERTO SARDINAS  
1121 SW 32 AVE.  
MIAMI, FL 33170

SUBJECT: CELIMAR CORPORATION  
Ref. Number: W98000011812

We have received your document for CELIMAR CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 398A00029088

**FILED**

98 JUN -4 PM 12:40

**ARTICLES OF INCORPORATION  
OF  
TARARA FOOD SERVICE CORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators hereby form this following corporation under the laws of The State of Florida.

**ARTICLE I  
NAME OF CORPORATION**

The name of this corporation is: Tarara Food Service Corporation.

**ARTICLE II  
PURPOSE**

The corporation is organized to engage in all business permitted under the laws of The State of Florida.

**ARTICLE III  
NUMBER OF SHARES**

The maximum number of shares of stock, which this corporation is authorized to issue is One Hundred (100) shares of One Dollar (\$1.00) par value, Common Stock. Said shares of stocks may be issue only for the consideration having fair value as may be determined by the Board of Directors.

**ARTICLE IV  
TERM OF EXISTANCE**

This corporation is to exist perpetually from the date these articles are filed with the Department of State, subject to the laws of The State of Florida.

**ARTICLE V  
REGISTERED AGENT AND OFFICE**

The initial registered Agent and street address of the initialed Registered office of the Corporation shall be:

Alberto Sardinas

1121 SW 32 Ave.  
Miami, Florida 33178

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**ARTICLE VI  
DIRECTORS**

This Corporation shall have two (2) Directors, initially. The number of Directors, may be changed from time to time in accordance with the By-laws adopted by the Directors, but the number shall never be less than Two (2). The name and street address of the initial Directors of the Corporation are:

|                   |  |
|-------------------|--|
| Alberto Sardinas  | 2266 SW 15 Street Miami, Florida 33135 |
| Sandra C. Herrero | 2266 SW 15 Street Miami, Florida 33135 |

**ARTICLE VII  
PRE-EMPTIVE RIGHTS**

Every shareholders upon the sale for cash of any new stock of this corporation of any kind, class or series, as which he/she already have the right to purchase his/her prorated share thereof (as nearly as many be done without issuance of fractional shares) at the price at which it is as offered to others.

**ARTICLE VIII  
CUMULATIVE VOTING**

At each election of Director, cumulative voting by shareholder as set forth in Florida Statutes, chapter 607.097 (4) shall be allowed.

**ARTICLE IX  
OWNERS/OFFICERS OF CORPORATION, AND SHARES OWNED**

The owners/officers of the corporation are the follow:

|                                  |  |
|----------------------------------|--|
| <b>President/Treasurer:</b>      | <b>Alberto Sardinas .....(50 shares)</b> |
| <b>Vice-president/Secretary:</b> | <b>Sandra C. Herrero.....(50 shares)</b> |

**ARTICLE X  
PRINCIPAL OFFICE**


The principal office of Tarara Food Service Corporation is located at: 1121 SW 32 Ave. Miami, Florida 33170-3576.

**ARTICLE XI  
ADMENDMENT**

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by at least a majority of the stock entitled to vote; unless all of the Directors and the majority of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set his/her hand and seal this 28 day of MAY, 1998.

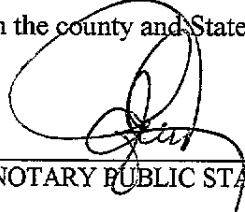
  
Alberto Sardinias

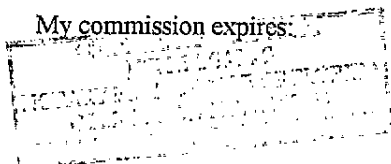
  
Sandra C. Herrero

STATE OF FLORIDA           )  
  ) SS  
COUNTY OF MIAMI - DADE )

I HERBY CERTIFY that on this day, before me, an officer duly authorized in this State and County aforesaid to take acknowledgments, personally appeared ALBERTO SARDINAS and SANDRA C. HERRERO who are personally known to me or produced \_\_\_\_\_ as identification, and are to me known to be persons described in, who executed the foregoing instrument, and acknowledged before me that he/she executed the same.

WITNESS my hand official seal in the county and State last aforesaid this 28 day of MAY, 1998.

  
NOTARY PUBLIC STATE OF FLORIDA



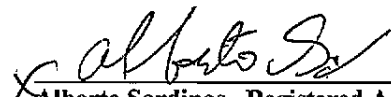
**FILED**

98 JUN -4 PM 12:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Acceptance by Registered Agent:**

Having been named to accept services of process for the above name corporation, at the place designated in these Articles of Incorporation, I hereby accept this appointment and agree to comply with provisions of chapter 648.091, Florida Statutes, relative to keeping open said office.

  
\_\_\_\_\_  
Alberto Sardinas, Registered Agent