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NAME: SUNSHINE CONCESSIONS, INC.

AUDIT NUMBER.....H98000010889

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

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 15, 1998

EMPIRE

SUBJECT: TROPICAL CONCESSIONS, INC.
REF: W98000013444

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ARTICLES OF INCORPORATION
OF
TROPICAL CONCESSIONS, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

Article I

NAME

The name of the corporation is TROPICAL CONCESSIONS, INC., and the principal address shall be 1326 S.E. 17th Street, Ft. Lauderdale, Florida 33316

Article II

DURATION

The corporation shall exist perpetually. Corporate existence shall commence upon filing by the Department of State.

Article III

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

Article IV

CAPITAL STOCK

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of stock with one dollar (\$1.00) par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative voting. Cumulative voting shall not be permitted.

William J. Sanchez, Esq.
10621 N. Kendall Dr., Suite 208
Miami, FL 33176
(305) 598-6577 (305) 598-6577
FL Bar #749060

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Article V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1326 S.E. 17th Street, Ft. Lauderdale, Florida 33316 and the name of the initial registered agent of this corporation at that address is Cesar G. Parra.

Article VI

DIRECTORS

(a) Number. This corporation shall have two(2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one.

(b) Initial Directors. The name and street address of the director of the corporation is:

Name	Address
Cesar G. Parra President	1326 S.E. 17th Street ~ Ft. Lauderdale, Florida 33316
Jillie Chaverri-Acuna Secretary	1326 S.E. 17th Street Ft. Lauderdale, Florida 33316

(c) Compensation: The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

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Article VII

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BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the director.

Article VIII

INCORPORATOR

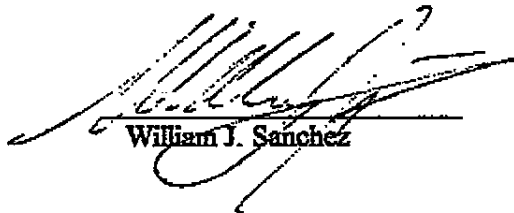
William J. Sanchez
10621 N. Kendall Drive
Suite 208
Miami, Florida 33176

Article IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 5th day of June, 1998.


William J. Sanchez

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State of Florida)
) SS
County of Dade)

The following instrument was acknowledged and personally known before me this
5th day of June, 1998.

Personally Known

Yolanda Fernandez
Notary Public, State of Florida



YOLANDA FERNANDEZ
My Commission CC488992
Expires Sep. 26, 1999
Bonded by ANB
800-852-5878

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48,901, Florida Statutes, the following is submitted.

TROPICAL CONCESSIONS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Ft. Lauderdale, State of Florida, has designated Cesar G. Parra, with office located at 1326 S.E. 17th Street, Ft. Lauderdale, Florida 33316, as its agent and accept service of process within Florida.

Incorporator:


William J. Sanchez

Date: 6/5/98

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Cesar G. Parra

Date: 6/5/98

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