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MARTIN CANCIO
4908 Smith Ryals Road
Plant City, Florida 33567
(813)737-4558

July 7, 1998

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*****70.00 *****70.00

Florida Secretary of State
409 East Gaines
Tallahassee, FL 32399
Attn: New Corporate Filings

Re: Dona Delicias Co.

Dear Sir/Madam:

Enclosed for filing are the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$70.00 for the filing fee. Please return evidence of filing by sending me a "Filed" stamped copy of the enclosed copy of the Articles of Incorporation in the enclosed self-addressed, stamped envelope.

If you have any questions, please do not hesitate to call me.

Sincerely,


Martin Cancio

Enclosures

FILED
98 JUL 31 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 8/5/98

**ARTICLES OF INCORPORATION
DONA DELICIAS CO.**

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is **DONA DELICIAS CO.**

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office is 4570 Middlebrook, Apartment A, Orlando, Florida 32811 and the mailing address of the Corporation is 4570 Middlebrook, Apartment A, Orlando, Florida 32811.

ARTICLE III
PURPOSE

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

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock, \$.01 par value per share.

ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Jorge Felix Rivero	4570 Middlebrook Apartment A Orlando, Florida 32811

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ARTICLE VI
INITIAL BOARD OF DIRECTORS

The Corporation shall have initially two (2) directors to hold office until the first annual meeting of shareholders and until their successors have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Jorge Felix Rivero	4570 Middlebrook Apartment A Orlando, Florida 32811
Martin Cancio	4908 Smith Ryals Road Plant City, Florida 33567

ARTICLE VII
INCORPORATOR

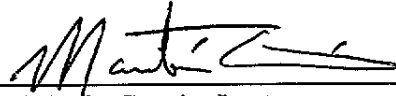
The name and address of the person signing these Articles as Incorporator are as follows:

<u>Name</u>	<u>Address</u>
Martin Cancio	4908 Smith Ryals Road Plant City, Florida 33567

ARTICLE VIII
INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 8th day of July, 1998.

A handwritten signature in cursive script, appearing to read "Martin Cancio", written over a horizontal line.

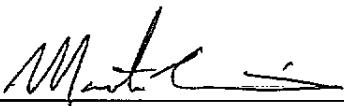
Martin Cancio, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is Dona Delicias Co.
2. The name and address of the registered agent and office is:

Jorge Felix Rivero	4570 Middlebrook Apartment A Orlando, Florida 32811
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By: 
Martin Cancio, Incorporator

Date: July 8, 1998

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.


Jorge Felix Rivero

Date: July 8, 1998

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