Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

: FAS-T CORP. AGENTS, INC. Account Name

Account Number : 071001002335 : (305)599-0839 Phone

: (305)716-0346 Fax Number

FLORIDA PROFIT CORPORATION OR P.A.

VELEZ CAFE GALLERIA, INC.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75



ARTICLES OF INCORPORATION OF VELEZ CAFE GALLERIA, INC.

I, the undersigned incorporator, hereby make, subscribe and acknowledge, and file with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Plorida.

ARTICLE I - NAME

The name and mailing address of this Corporation shall be:

VELEZ CAFE GALLERIA, INC. 2332 Biscayne Boulevard Miami, Florida 33137

ARTICLE II - EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Hundred (100) shares of one cent par value common stock, which shall be designated "Common Stock".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED

OFFICE AND AGENT

The principal street address of the initial registered office of this Corporation is 2332 Biscayne Boulevard, Miami, Florida 33137 and the name of the

PREPARED BY: William M. Bustamante, Esq. 782 N.W. 42 Avenue, Ste. 635 Miami, Pl 33126 Pla. Bar No.:829048 (305) 444-7767

initial registered agent of this Corporation is IGNACIO VELEZ.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than 1. The name(s) and address(es) of the initial director(s) of this Corporation is (are):

PRESIDENT: IGNACIO VELEZ

621 N.E. 31st Street Miami, Florida 33137

VICE PRES: PABLO VELEZ

621 N.E. 31st Street Miami, Florida 33137

SECRETARY: IGNACIO VELEZ

621 N.E. 31st Street Niami, Plorida 33137

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer of director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name and address(es) of the person(s) signing these articles is (are):

IGNACIO VELEZ

621 N.E. 31st Street Miami, Florida 33137

IN WITNESS WHEREOF, the undersigned subscriber(s) has(have)

executed these articles of incorporation this ____day of September, 1998.

CNACTOVELEZ

STATE OF FLORIDA

SS

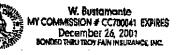
COUNTY OF DADE

The foregoing, articles of incorporation, were acknowledged before me on this 2 day of September, 1998 by IGNACIO VELEZ, who is personally known to me or who has produced his FLORIDA DRIVER'S LICENSE, as identification and who did take an oath.

Print /

NOTARY PUBLIC STATE OF FLORIDA

My Commission expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DONICILE FOR THE SERVICE OF PROCESS WITHIW THE STATE OF PLORIDA, HAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE

In compliance with section 607.034 of the Florida Statutes, the following is submitted:

VELEZ CAPE GALLERIA, INC.

desiring to organize or qualify under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Miami, county of Dade, State of Florida, has named IGNACIO VELEZ, 621 N.E. 31st street, Miami, Florida 33137, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

maving been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of all said act relative to keeping open said office.

Dated this Z day of September, 1998.

ZONACIO VELEZ

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SEGRETARY OF STATE

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