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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Department of State
Division of Corporations
409. E. Gaines St.
Tallahassee, FL 32399

FIESTA CATERERS, INC.

Subject: _____

(proposed corporate name)

Enclosed please find an original and one copy of the articles of incorporation for the above corporation and check in the amount of $ _28.75_ .

From:

Escarpio & Company
10661 N. Kendall Dr., S. 204
Miami, FL 33176
(305) 275-0055

_____

_____

Fl. Purinton OCT 5 1998

ARTICLES OF INCORPORATION

OF

FIESTA CATERERS, INC.

ARTICLE I - NAME

The name of the corporation shall be:

FIESTA CATERERS, INC.

ARTICLE II - ADDRESS

The address of the principal office until further notice is:

1533 N.E. 110 Terr., N. Miami, FL 33161.

ARTICLE III - CAPITAL STOCK

The number of shares that this corporation is authorized

to have outstanding is one thousand (1,000) common shares

at one ($1.00) dollar par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation is: Gabriel

Herrera and the registered office is 1533 N.E. Terr. Street,

N. Miami, FL 33161.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these

Articles of Incorporation is:

Gabriel J. Herrera
1533 N.E. 110 Terr.
N. Miami, FL 33161

ARTICLE VI - DURATION

This corporation shall have a perpetual existence unless

dissolved according to law.

ARTICLE VII - PURPOSE

The purposes for which this corporation is organized are:

(a) To engage and transact any and all lawful business which corporations normally do within the State of Florida.

(b) To operate any legal business at the wholesale or retail level (or both) including but not limited to sales, services, and related for the operation of a catering business.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any agent, to the full extent permitted by law.

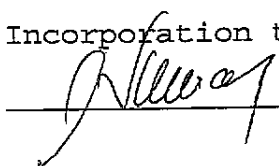## ARTICLE IX - INITIAL BOARD OF DIRECTORS

The business of this corporation shall be managed by a Board of Directors consisting of one or more members, the exact number to be determined from time to time in accordance with the By-Laws. The initial Board of Directors shall consist of one directors as follows:

Wanessa De Queiroz   Director and President
        1533 N.E. 110 Terr., N. Miami, FL 33161
Gabriel J. Herrera   Director, Vice-President and Secretary
        1533 N.E. 110 Terr., N. Miami, FL 33161

ARTICLE X - BY-LAWS

The Board of Director shall adopt By-Laws for this Corporation which may be amended, altered or repealed by the shareholders or directors in any manner permitted by law.

The undersigned incorporator has executed these Articles of Incorporation this ___2/___ day of July 1998.

_____ , Gabriel J. Herrera

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/registerd agent, in the State of Florida.

1. The name of the corporation is _____

   FIESTA CATERERS, INC.
_____

2. The name and address of the registered agent and office is:

   Name   Gabriel J. Herrera
        _____

   1533 N.E. 110 Terr., N. Miami, FL 33161
   Address
        _____

The following officer of this corporation has authorized the above person and office to be its registered agent and registered office.

Signature _____

           Vice-President
Title _____

Date 7/21/98
     _____

ACCEPTANCE BY AGENT

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 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

Signature _____

Date 7/21/98
     _____