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November 13, 1998

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*****78.75 *****78.75

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: New Corporation Filing- Romero Delivery Corp.

Gentlemen:

Enclosed please find the original and two copies of Articles of Incorporation for Romero Delivery Corp. Also, enclosed is a check in the amount of \$78.75 representing:

| | |
|-----------------------------------|---------|
| Filing and Registered Agent Fees: | \$70.00 |
| Certification: | \$ 8.75 |

| | |
|-------|---------|
| TOTAL | \$78.75 |
|-------|---------|

Please have the Articles of Incorporation filed and return the Certification in the self-addressed stamped envelope. Should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,



ROLANDO ROMERO
4640 SW 99th Avenue
Miami, Florida 33165

RR/cp
Encls.

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ARTICLES OF INCORPORATION

OF

ROMERO DELIVERY CORP.

ARTICLE I
CORPORATE NAME

The name of the Corporation shall be: ROMERO DELIVERY CORP.

ARTICLE II
DURATION

This corporation shall commence its existence upon the filing of these Articles.

ARTICLE III
PURPOSE

The Corporation may engage in or transact any and all activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares").

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 rata share thereof at the price at which it is offered to others.

ARTICLE VI
PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is: 4640 S.W. 99th Avenue, Miami, Florida 33165.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4640 SW 99th Avenue, Miami, Florida 33165, the name

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of the initial registered agent is ROLANDO ROMERO, 4640 S.W. 99th Avenue, Miami, Florida 33165.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The name of the Director is:

ROLANDO ROMERO
Director

The address of the Director is:

4640 S.W. 99th Avenue
Miami, Florida 33165

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is ROLANDO ROMERO, 4640 SW 99th Avenue, Miami, Florida 33165. The Incorporator shall not be liable, in any form or fashion, for any acts or omissions of the Corporation.

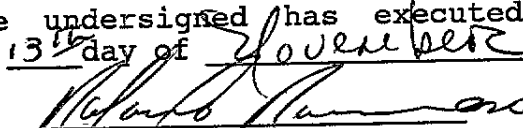
ARTICLE X
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI
AMENDMENTS

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13th day of November, 1998.


ROLANDO ROMERO
Sole Incorporator

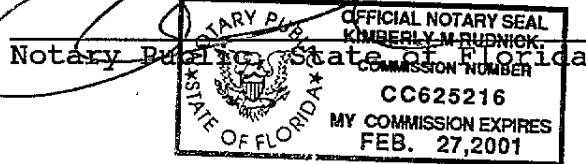
STATE OF FLORIDA)
)
COUNTY OF DADE)

SS:

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared Rolando Romero personally known to me or has produced

FLA Dr. Lic # R5600-720-59-251-0 to be the person who, as Sole Incorporator, executed the foregoing Articles of Romero Delivery Corp. and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State aforesaid, this 13 day of November, 1998.



My commission expires:

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 13th DAY OF November, 1998.

By: _____

Rolando Romero
Rolando Romero

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