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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: BOCATERIA IBERICA, INC.

AUDIT NUMBER.....H98000022327

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

CERT. OF STATUS..0

PAGES..... 5

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English translation:
Cafeteria Iberian, Inc.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 1, 1998

EMPIRE

SUBJECT: BOCATERIA IBERICA, INC.
REF: W98000026804

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please provide an English translation for the entity's name in your cover letter.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H98000022327
Letter Number: 298A00056886

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ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is

Bocateria Iberica, Inc.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To engage in the business of
Retail & Wholesale Sales of Delicatessens
2. To transact any other lawful business for which corporations may be
incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary
or desirable in order to accomplish the foregoing.

Prepared by:
Eduardo J. Mendez
9370 Sunset Drive #A-214
Miami, Florida 33173
ACCOUNTANT
(305) 275-5588

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ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be \$ 5.00 par value.

ARTICLE FIVE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons. .

ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the share of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

ARTICLE SEVEN

The street address of the initial principal office of the corporation is

1207 SW 131st Place Circle West

Miami, Florida 33184

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ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	ADDRESS
Jose J. Eseverri	1207 SW 131 st Place Circle West Miami, Florida 33184

ARTICLE NINE


A unanimous vote of directors for effective director action is required at all directors meetings.

ARTICLE TEN

The name and address of each incorporator is:

NAME	ADDRESS
Jose J. Eseverri	1207 SW 131 st Place Circle West Miami, Florida 33184

Executed by the undersigned at Miami, Florida on November 25, 1998.

X.  _____

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**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in
compliance with said Act:

First-That Bocateria Iberica, Inc. desiring to organize under the laws of the State
of Florida with its principal office, as indicated in the articles of incorporation at the City
of Miami, County of Miami-Dade, State of Florida has named Jose J. Eseverri located at
1207 SW 131 Place Circle West, City of Miami County of Miami-Dade State of Florida,
as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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

By:

X



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