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Florida Department of State
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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

SPARKLING FOOD SERVICE OF MIAMI, INC.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: SPARKLING FOOD SERVICE OF MIAMI, INC.
REF: W98000027805

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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF INCORPORATION
OF
Sparkling Food Service of Miami, Inc.**

**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. Sparkling Food Service of Miami, Inc..

ARTICLE TWO

THE DURATION OF THE CORPORATION IS PERPETUAL

ARTICLE THREE

**THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANISED
ARE: Fast Food**

**1. TO ENGAGE IN THE BUSINESS OF ANY AND ALL LAWFUL BUSINESS
CONNECTED WITH.**

**2. TO TRANSACT ANY OTHER LAWFUL BUSINESS FOR WHICH
CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL
CORPORATION ACT, AND ENGAGE IN ANY OTHER TRADE OR BUSINESS
WHICH CAN, BE ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH
OR AUXILIARY TO THE FOREGOING BUSINESS.**

**3. TO DO SUCH THINGS AS ARE INCIDENTAL TO THE FOREGOING OR
NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.**

ARTICLE FOUR

**THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS
AUTHORISED TO ISSUE IS 1000 SHARES. SUCH SHARES SHALL BE OF A
SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$1.00**

Prepared by Brito & Brito Accounting, Inc.,

407 Lincoln Road, Suite 5B

Miami Beach, Florida 33139

Tel: (305) 534-9292

ARTICLE FIVE

THE STREET ADDRESS OF THE INITIAL REGISTERED AND PRINCIPAL OFFICE OF THE CORPORATION IS: Luis G. Brito, 407 Lincoln Road, Suite 5-B, Miami Beach, Fl 33139 AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS: Luis G. Brito

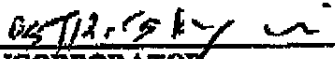
ARTICLE SIX

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS One (1). THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTOR IS:

**PRESIDENT: Uri Ostrovsky, 607 Lincoln Road Miami Beach, Fl 33139
SECRETARY:
TREASURER:
VICE-PRESIDENT:**

ARTICLE SEVEN

**THE NAME AND ADDRESS OF THE INCORPORATOR IS AS FOLLOWS:
Uri Ostrovsky ARE OF, THE UNDERSIGNED HAS MADE AND SUBSCRIBED
THESE ARTICLES OF INCORPORATION AT MIAMI, FLORIDA THIS 10 DAY OF
December 1998.**


INCORPORATOR

Uri Ostrovski ; 607 Lincoln Road Miami Beach, FL 33139

**STATE OF FLORIDA
COUNTY OF DADE**

**BEFORE ME, A NOTARY PUBLIC AUTHORISED TO TAKE
ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED Uri Ostrovski KNOWN TO BE AND KNOWN BY ME
TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION, AND HE/SHE ACKNOWLEDGED BEFORE ME THAT HE/SHE
EXECUTED THOSE ARTICLES OF INCORPORATION.
IN EYEWITNESS WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND
COUNTY ABOVE, ON 10 DAY OF December 1998.**

NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER PERFORMANCE OF MY DUTIES.



REGISTERED AGENT
Luis G. Brito

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC AUTHORISED TO TAKE
ACKNOWLEDGEMENT IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED Luis G. Brito _____, KNOWN TO BE AND
KNOWN BY ME TO EXECUTE THE FOREGOING ACCEPTANCE BY
REGISTERED AGENT, AND HE ACKNOWLEDGED BEFORE ME THAT HE
EXECUTED THAT ACCEPTANCE ON 10 DAY OF December 1998.

NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES

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