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A & T ACCOUNTING & TAXES, INC.
7098 BONITA DRIVE
MIAMI BEACH, FLORIDA 33141
(305) 868-5365

June 13, 1999

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

In Re: INCORPORATION OF CAMINITO WAY, INC.

Dear Gentlemen:

Enclosed please find the Articles of Incorporation together with the Resident Agent Designation Schedule for filing and the accompanying fees.

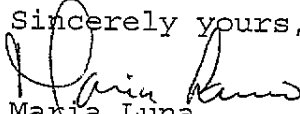
Please record the aforesaid Corporation and return same to:

Caminito Way, Inc.
7098 Bonita Drive
Miami Beach, Florida 33141

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-06/15/99--01066--004
122.50 **78.75

We appreciate your attention and assistance in effecting said incorporation. If you should have any questions, please do not hesitate to call us at (305) 868-5365 or write to us at the above styled address.

Sincerely yours,


Maria Luna

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

jt/ML

cc: Archived

R. Purinton JUN 16 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INCORPORATION
OF
CAMINITO WAY, INC.

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE
NAME

The name of the corporation is:
CAMINITO WAY, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any

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and all lawful activities permitted under the laws of the United States and/or of the State of Florida for which corporations may be incorporated under Chapter 607 of the Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

1.) To engage in the restaurant business, including but not limited to all industry related enterprises and services. The Corporation may further engage in the business of providing wholesale restaurant services, catering services and any and all other services related thereto;

2.) To engage in any and all activities permitted under the Laws of the State of Florida in respect to the restaurant industry and all of its related sub-industries including bakeries, delis and related activities;

3.) To engage in the grocery market business and convenience store market, offering all possible products and services to the general public and to available markets within the United States and throughout the world.

4.) The real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and

otherwise handle, manage operate , deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;

5.) Furthermore, the corporation may take lease, purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of, and to acquire, purchase, sell, assign, transfer, dispose of, and in general deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;

ARTICLE FOUR CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be ten thousand (10,000) shares. Each share representing 1/10,000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

ARTICLE FIVE
REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

Daniel Coll
926 N.E. 128th Street
North Miami, Florida 33161

The corporate address and/or corporate headquarters shall be located at:

926 N.E. 128th Street
North Miami, Florida 33161

ARTICLE SIX
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The name and address of the initial director of the corporation is:

Daniel Coll
926 N.E. 128th Street
North Miami, Florida 33161

ARTICLE SEVEN
INCORPORATORS

The initial incorporators are as follows:

Daniel Coll
926 N.E. 128th Street
North Miami, Florida 33161


ARTICLE EIGHT
BY-LAWS

The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

ARTICLE NINE
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporates hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals this 13th day of June, nineteen hundred and ninety nine (1999).


Daniel Coll
Incorporator

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

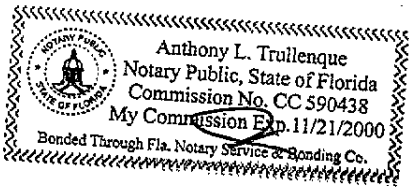
BEFORE ME, a Notary Public authorized to take
acknowledgments in the State of Florida, County of Dade,
and City of Miami Beach, personally appeared :

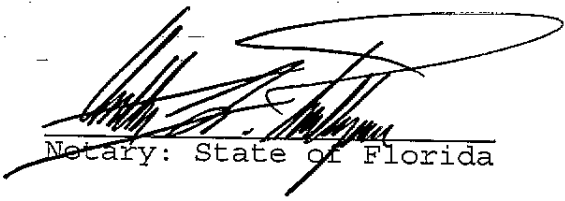
DANIEL COLL

and known to me and known by me to be the persons who
executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the State and County aforesaid,
this 13th day of June, nineteen hundred and ninety nine
(1999).

My commission expires:




Notary: State of Florida

DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO THE FLORIDA STATUTES, the following is submitted
in compliance with said Statutes:

FIRST--That CAMINITO WAY, INC., is qualified to do
business under the laws of the State of Florida with
its principal office at 926 N.E. 128th Street, North
Miami, Florida 33161, has appointed DANIEL COLL located
at 926 N.E. 128th Street, City of North Miami, County of
MIAMI-DADE, State of Florida, as its agent to accept
Service of Process within this State.

ACKNOWLEDGMENT (must be signed by Designated Agent)

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

BY:


DANIEL COLL
REGISTERED AGENT

SECRETARY
TALLAHASSEE, FLORIDA

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FILED