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

From: Account Name : KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.
Account Number : 073707002173
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FLORIDA PROFIT CORPORATION OR P.A.

CHIMINEAUSA.COM, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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KRAMER, GREEN, et al

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ARTICLES OF INCORPORATION
OF
CHIMINEAUSA.COM, INC.

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is CHIMINEAUSA.COM, INC.

ARTICLE II

MAILING ADDRESS

The mailing address of this corporation is 1770 N.E. 191st Street, Apt. 807-1, North Miami Beach, Florida 33179.

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation with the Department of State.

Prepared by: Robert M. Kramer, Bar No. 181940, 4000 Hollywood Boulevard, Suite 485-South,
Hollywood, FL 33021, Phone: (954)966-2112

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ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

CAPITAL STOCK

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

ARTICLE VI

VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII

PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard, Suite 485 South, Hollywood, FL 33021, and the name of the initial registered agent of this corporation at that address is Robert M. Kramer.

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ARTICLE IX

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but never less than one (1).
The name and address of the initial director of this corporation is:

Warren Gerstein
1770 N.E. 191st Street
Apt. 807-1
North Miami Beach, Florida 33179

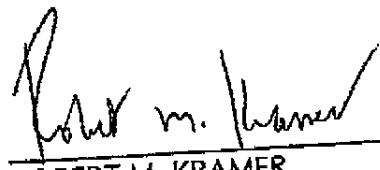
ARTICLE X

INCORPORATOR

The name and address of the Incorporator is:

Robert M. Kramer
4000 Hollywood Boulevard
Suite 485 South
Hollywood, Florida 33021

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
on this 18th day of June, 1999.



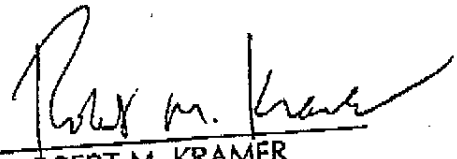
ROBERT M. KRAMER
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is
submitted:

FIRST - - That CHIMINEAUSA.COM, INC., desiring to organize or qualify under the
laws of the State of Florida, with its principal place of business at 1770 N.E. 191st Street, Apt.
807-1, City of North Miami Beach, State of Florida, has named Robert M. Kramer, located at
4000 Hollywood Boulevard, Suite 485 South, City of Hollywood, State of Florida, as its agent
to accept service of process within the State of Florida.

SIGNATURE:



ROBERT M. KRAMER
TITLE: Incorporator

DATE:

18 June 1999

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 I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.

SIGNATURE:



ROBERT M. KRAMER
Registered Agent

DATE:

18 June 1999

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