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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

yayo investments, inc.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
YAYO INVESTMENT, INC.

(8)

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purpose set forth below, hereby subscribed to these Articles of Incorporation.

I.

The name of the corporation shall be

YAYO INVESTMENT, INC.

II.

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To engage in the operation of supermarkets and cafeterias, and to do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to deal in land, property, houses and buildings and other property of any nature. To create, sell, and deal in freedhold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by

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LAW OFFICES OF ANDRÉS A. QUINTERO

815 PONCE DE LEON BOULEVARD • CORAL GABLES, FLORIDA 33134 • TELEPHONE (305) 446-0303 • FAX: (305) 447-0078

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mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidences of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

F. Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabout specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

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III.

LAW OFFICES OF ANDRÉS A. QUINTERO

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The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares at \$5.00 par value.

IV.

The amount of capital with which this corporation shall begin business shall be \$500.00.

V.

The existence of this corporation shall be perpetual.

VI.

The initial office of this corporation shall be located at:

2828 S.W. 18th Street
Miami, Florida 33145

VII.

The Board of Directors of this corporation shall consist of not less than one (1) and not more than ten (10) members.

VIII.

The name and address of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of FIVE HUNDRED AND 00/100 (\$500.00) DOLLARS, the amount of capital with which this corporation shall begin business, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
MERCEDES VEGA	2828 S.W. 18 th Street Miami, FL 33145	100,000	\$ 500.00

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IX.

The registered agent and the registered office for this corporation are:

**ANDRES A. QUINTERO, P.A.
815 Ponce de Leon Boulevard
Coral Gables, Florida 33134**

The name and address of the incorporator of these Articles of
Incorporation is

**MERCEDES VEGA
2828 S.W. 18TH Street
Miami, FL 33145**

XI.

The officers of the corporation until the first meeting of the corporation
Board of Directors, or until successors are elected, shall be.

PRESIDENT//TREASURER/SECRETARY/DIRECTOR: MERCEDES VEGA

XII.

This corporation shall be initially governed by the stockholders,
notwithstanding other provisions of these Articles of Incorporation. At the discretion
of the initial sole stockholder or the successor of all shares of the stockholder, or
when there are two or more stockholders owning stock in the corporation, at a
meeting held for that purpose, stockholders may elect to operate with a Board of
Directors and Officers as provided elsewhere in these Articles of Incorporation. At
such time there shall be elected a minimum of three directors who shall hold office
for one year after their election or until their successors are elected or appointed
and have qualified. The stockholders shall also elect such persons to fill the offices

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**LAW OFFICES OF ANDRÉS A. QUINTERO
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FIRST, YAYO INVESTMENT, 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 Dade, State of Florida, has named **ANDRES A. QUINTERO, P.A.**, located at **815 Ponce de Leon Boulevard, Coral Gables, Florida**, County of 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-named corporation, at the place designated in this certificate, I have hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


ANDRES A. QUINTERO, P.A. Registered Agent

STATE OF FLORIDA:
: ss:
COUNTY OF DADE :

BEFORE ME, the undersigned authority, personally appeared,
MERCEDES VEGA, who being first duly sworn by me, under oath, deposes and
says:

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of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURE, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

WITNESS my hand and seal this 3rd day of ~~October, 1996~~ July 1999

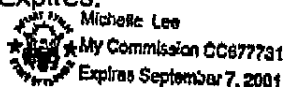
Mercedes Vega
Mercedes Vega

BEFORE ME, personally appeared, MERCEDES VEGA, who is _____ personally known to me, or _____ who produced FL Driver License as identification. V200-540-52-921-0

SWORN AND SUBSCRIBED TO before me in Miami, Dade County, Florida, this 3rd day of ~~October, 1996~~ July 1999

Michelle Lee
NOTARY PUBLIC, State of Florida At Large

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

In compliance with Chapter 607.034 Florida Statutes, the following is submitted:

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LAW OFFICES OF ANDRÉS A. QUINTERO
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1. I am MERCEDES VEGA of YAYO INVESTMENTS INC., to do

business at 2828 S.W. 18th Street, Miami, Florida 33145.

FURTHER AFFIANT SAYETH NAUGHT.

Mercedes Vega

 MERCEDES VEGA

BEFORE ME, personally appeared, MERCEDES VEGA, who is _____
 personally known to me, or X who produced FL Driver License as
V300-540-52-921-0
 identification.

SWORN TO AND SUBSCRIBED before me this 3rd day of July, 1999,
August

Michelle Lee

 NOTARY PUBLIC, State of Florida At Large

My Commission Expires:



Prepared By: Andres A. Quintero, P.A.
 815 Ponce de Leon Boulevard
 Coral Gables, Florida 33134
 Tel: (305) 446-0303

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