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September 2nd, 1999

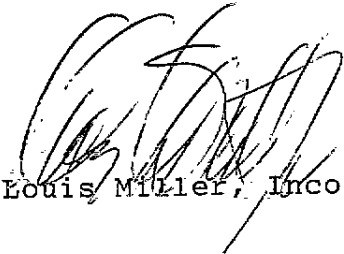
Att: Wanda Samson

200002980012--3
-09/08/99--01001--006
*****78.75 *****78.75

Dear Ms. Samson:

"El Compadre" is "The Godfather" in Spanish.

Signed:


Louis Miller, Incorporator

FILED
99 SEP -7 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-7
WC

MIAMI, FLORIDA
SEPTEMBER 1, 1999

FILED
99 SEP -1 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. WE ARE HEREBY APPLYING FOR THE INCORPORATION OF
"EL COMPADRE PIZZERIA, INC.", LOCATED AT 219 N.W.
27TH AVENUE, MIAMI, FLORIDA 33125.

ARTICLE 2. 100 SHARES VALUED AT \$5.00 EACH, AND OWNED AS FOLLOWS:

- A. FELIX E. MORENO, PRESIDENT 50 SHARES VALUED AT \$ 250.00
3063 N.W. 11 ST., MIAMI, FLORIDA 33135
- B. ARIS AMAYA, VICE-PRESIDENT 25 SHARES VALUED AT 125.00
3065 NW 11 ST., MIAMI, FLORIDA 33135
- C. ROMEO ABARCA, TREASURER 25 SHARES VALUED AT 125.00
3065 N.W. 11 ST., MIAMI, FLORIDA 33135

ARTICLE 3. SIGNATURES:

Felix E. Moreno
FELIX E. MORENO, PRESIDENT

Aris Amaya
ARIS AMAYA, VICE-PRESIDENT

Romeo Abarca
ROMEO ABARCA, TREASURER

ARTICLE 4. I, FELIX E. MORENO, PRESIDENT OF "EL COMPADRE PIZZERIA, INC."
AGREE AS TO THE DUTIES AND THE RESPONSIBILITIES OF REGISTERED
AGENT. MY ADDRESS IS 3063 N.W. 11 ST., MIAMI, FLORIDA 33135.

Felix E. Moreno
FELIX E. MORENO, PRESIDENT

Louis Miller
LOUIS MILLER, INCORPORATOR
3228 SW 1 ST., MIAMI, FLORIDA 33135

Phone: 305-541-4292