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September 7, 1999

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-09/09/99-01031-004
*****78.75 *****78.75

State of Florida
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: LA PERLA de JALISCO, INC.

Dear Sirs: *The Pearl of Jalisco, Inc.*

Enclosed please find original and one copy of Articles of Incorporation and Certificate Designating registered Agent for the above referenced corporation. Please file these Articles and return a certified copy to this office. A check in the amount of \$78.75 is enclosed to cover the following charges:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Designation	35.00

TOTAL \$ 78.75

Thank you,

Anne Sugg

ANNE SUGG, CLAS-CFLA
Legal Assistant
Enclosures
cc: Client

FILED
1999 SEP -9 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ann Sugg GAVE
AUTHORIZATION BY PHONE TO
CORRECT Translation
DATE 9-16-99
DOC. EXAM OK

OK
9/16

FILED

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

LA PERLA de JALISCO, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. CORPORATE NAME.

The name of this corporation is LA PERLA de JALISCO, INC..

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE IV. PRINCIPAL PLACE OF BUSINESS.

The principal office place of business shall be:

702 Ohara Drive, Arcadia, FL 34266

The mailing address of this corporation shall be:

702 Ohara Drive, Arcadia, FL 34266

ARTICLE V. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws adopted by the stockholders, but shall

never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The names and addresses of the initial directors of this Corporation are:

MARIA H. BARAJAS
702 Ohara Drive, Arcadia, FL 34266

IMELDA BARRAGAN
1450. Carvajal Avenue, Arcadia, FL 34266

The person named as initial directors shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

Juan R. Sanchez
435 South Commerce Avenue
Sebring, Florida 33870

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE IX. INCORPORATOR.

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

MARIA H. BARAJAS
702 Ohara Drive, Arcadia, FL 34266

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every

amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

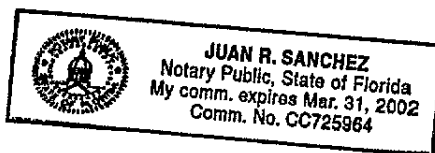
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 2nd day of SEPTEMBER, 1999.

Maria H. Barajas
MARIA H. BARAJAS

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 2nd day of September, 1999, by MARIA H. BARAJAS who is personally known to me or who has produced for identification _____ (type of identification) and is known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation.

Juan R. Sanchez
Notary Public
My commission expires:



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

LA PERLA de JALISCO, INC.

2. The name and address of the registered agent and office is:

JUAN R. SANCHEZ
435 South Commerce Avenue
Sebring, Florida 33870

Signature



Title Secretary-Treasurer

Date

9-6-99

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature


JUAN R. SANCHEZ

Date

9-7-99