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FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: LUIS URIARTE

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: Jalapenos, Inc.

Caliente

AUDIT NUMBER.....H99000023725

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 24, 1999

CORPORATE CREATIONS

SUBJECT: JALAPENOS, INC.
REF: W99000022140

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 82814

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Jalapenos Caliente, Inc.

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TALLAHASSEE, FLORIDA

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Article II. Address

The mailing address of the Corporation is:
Jalapenos Caliente, Inc.
3003 Willow Avenue
Lakeland FL 33803

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Norberto R. Castrejon, Sr.
3003 Willow Avenue
Lakeland FL 33803

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Norberto R. Castrejon, Sr.
Norberto R. Castrejon, Jr.
Gloria E. Martinez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
800-421-2661

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value zero per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.

941 Fourth Street #200

Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on September 22, 1999.

The undersigned incorporator executed these Articles of Incorporation on September 24, 1999.

CORPORATE CREATIONS INTERNATIONAL INC.

Todd A. Hardy Vice-President

American Incorporators Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
800-421-2661

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Jalapenos Caliente, Inc.

REGISTERED AGENT/OFFICE:

Norberto R. Castrejon, Sr.
3003 Willow Avenue
Lakeland FL 33803

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

~~NORBERTO R. CASTREJON, Sr.~~

~~Date: September 12, 1999~~

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