

P49000094049  
JUSTIN-CRAIG LTD., INC.

October 20<sup>th</sup>, 1999

Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

600003022496--2  
-10/22/99-01081-015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

To Whom It May Concern;

Enclosed please find the original and two copies of the articles of incorporation for  
Café Del Mar USA, Inc. along with a check in the amount of \$ 70.00 for the filing fees.

Please return the original and one copy to my office address, below.

Sincerely,

*Barbara R. Lambert*

Barbara R. Lambert  
President

FILED  
99 OCT 22 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
10-20-99

3870 Amalfi Drive • Hollywood, Florida 33021 • (954) 989-7693 • Fax:(954) 964-1420

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**EFFECTIVE DATE**  
10-20-99

ARTICLES OF INCORPORATION  
OF  
CAFE DEL MAR USA, INC.

**FILED**  
99 OCT 22 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is CAFE DEL MAR USA, INC. The mailing address of the corporation is 671 Washington Avenue, Miami Beach, Florida 33139.

ARTICLES II - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of Florida and the United States.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value Common Stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 671 Washington Avenue, Miami Beach, Florida 33139 and the name of the initial registered agent of this corporation at this address is Eric Milon.

Prepared by:  
Justin-Craig Ltd., Inc.  
3870 Amalfi Drive  
Hollywood, FL 33021

## ARTICLES VII - INITIAL BOARD OF DIRECTORS

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

Eric Milon  
671 Washington Avenue  
Miami Beach, Florida 33139

## ARTICLE VIII - INCORPORATOR

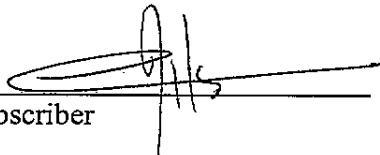
The name and address of the person signing these Articles of Incorporation is:

Eric Milon  
671 Washington Avenue  
Miami Beach, Florida 33139

## ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


In witness whereof, the undersigned subscriber has executed these Articles of Incorporation this 20th day of October, 1999.

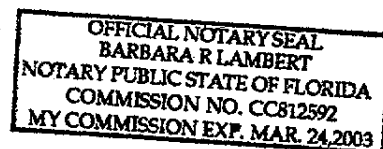
  
Eric Milon, Subscriber

State of Florida       )  
                                  ) ss  
County of Broward    )

Before me, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Eric Milon, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

In Witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid this 20th day of October, 1999.

  
Notary Public  
State of Florida

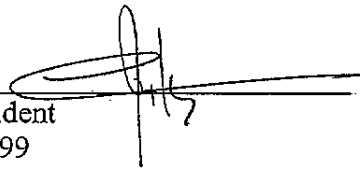


Prepared by:  
Justin-Craig Ltd., Inc.  
3870 Amalfi Drive  
Hollywood, FL 33021

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

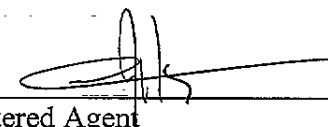
In pursuance of Chapter 48.091 Florida Statutes, the following is  
submitted in compliance with said Act:

That CAFE DEL MAR USA, 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 Beach, County of Dade, State of Florida, has named  
Eric Milon located at 671 Washington Avenue, Miami Beach, Florida 33139 as its agent  
to accept service of process within this state.

  
Eric Milon, President  
20th October, 1999

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above  
stated corporation, at the place designated in this certificate, I hereby accept to act in this  
capacity, and agree to comply with the provision of said Act relative to keeping open said  
office.

  
Eric Milon, Registered Agent  
20th October, 1999

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99 OCT 22 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA