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FLORIDA PROFIT CORPORATION OR P.A.

MIAMI PUNTO FOOD DISTRIBUTORS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 27, 1999

EMPIRE

SUBJECT: MIAMI PUNTO FOOD DISTRIBUTORS, INC.
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ARTICLES OF INCORPORATION
OF
MIAMI PUNTO FOOD DISTRIBUTORS, INC.

Article I - Name

The name of the corporation is: Miami Punto Food Distributors, Inc.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 500 shares of common stock at \$ 1.00 par value.

Article V - Principal Office and Agent

The street address of the corporation's initial principal office and the name of the initial registered agent at such address are as follows:

Dulce Alvarado
11925 NE 2nd Ave., Apt B 201
North Miami, FL 33160

Article VI - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1).

Dulce Alvarado
11925 NE 2nd Ave., Apt B 201
North Miami, FL 33160

Michael Vitale
11925 NE 2nd Ave., Apt B 201
North Miami, FL 33160

S.K. Peterson
Siler & Yaffe CPA
2419 Hollywood Blvd.
Hollywood, FL 33020

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Article VII - Incorporator

The name and address of the person signing these articles is:

Dulce Alvarado
11925 NE 2nd Ave., Apt B 201
North Miami, FL 33160

Article VIII - Indemnification

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

Article IX - Amendment

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

In witness whereof, the undersigned subscriber has executed these articles of incorporation on this 27th day of September, 1999.


Dulce Alvarado

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

Pursuant to Chapter 607.34 Florida Statutes, the following is submitted:

First-That MIAMI PUNTO FOOD DISTRIBUTORS, 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 NORTH MIAMI, County of DADE, State of FLORIDA, has named DULCE ALVARADO located at 11925 NE 2ND AVENUE, APT B 201, NORTH MIAMI, FL 33160 as its agent to accept service of process within this state.

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 provisions of said act relative to keeping open said office.


DULCE ALVARADO

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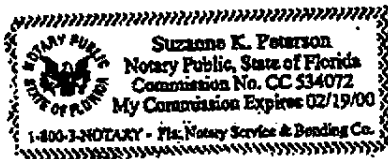
STATE OF: FLORIDA
COUNTY OF: BROWARD

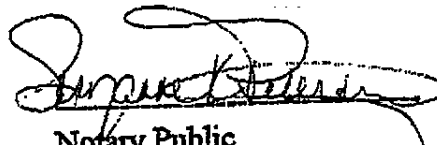
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BEFORE ME, a notary public authorized to take acknowledgments in the State and County met forth above personally appeared Dulce Alvarado, known to me and known by me to be the person who has executed the foregoing Articles of Incorporation and he acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county last aforesaid this 27th day of September, 1999.

My Commission Expires:




Notary Public
State of Florida at Large

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