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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY

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TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
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TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST  
SUITE 200  
MIAMI FL 33135-082-0000  
CONTACT: RAY STORMONT  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: OLD SAN JUAN INC.

FAX AUDIT NUMBER: H95000001102

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JAN 27 11 10:42

ARTICLES OF INCORPORATION

OF

OLD SAN JUAN INC.

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The undersigned subscribers to these Articles of Incorporation, each a natural person, domestic or foreign corporation, partnership or association, competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I. - NAME & PRINCIPAL ADDRESS

The name under which this corporation will conduct its business and be known and recognized is:

OLD SAN JUAN INC.  
500 S.W. 121 AVE, MIAMI, FL

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ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be:

Manufactured Food

Any and all activities permitted under the Laws of the State of Florida and the United States of America.

ARTICLE III. - CAPITAL STOCK

The maximum number and class of shares of stock that this Corporation is authorized to have outstanding any one time are sixty (60) Shares No Par Value.

Carlos A. Santos, II  
6780 Coral Way 33155  
Miami, Fla.  
441-8848  
249009

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 27, 1995

EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER STREET STE. 200  
MIAMI, FL 33135

SUBJECT: OLD SAN JUAN INC.  
REF: W95000001980

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

FAX Aud. #: H95000001102  
Letter Number: 195A00003594

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

of the corporation or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are director individually, or any firm of which any directors or officers of, such other corporation; any director may be a member, may be party to, or may pecuniarily or otherwise interested in any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of

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The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI - SHAREHOLDERS

Shareholders meetings will take place once a year or without the geographical boundaries of the State of Florida.

A majority of the shares entitled to vote, represented in person or proxy, shall constitute a Quorum, but in not even shall a quorum consist of less than one third of the shares entitled to vote at the meeting.

Shareholders will have the power to adopt, alter, amend or repeal corporate by-laws or they may vest such responsibilities on the Board of Directors.

ARTICLE VII - DIRECTORS

This Corporation shall have 2 Directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-laws, but shall never be less than one (1).

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer

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Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the Corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>SHARES</u>	<u>ADDRESS</u>
Carlos Davila, Pres.	60	500 S.W. 121 Ave, Miami, Fla.
Edwin Planel, Sec.		500 S.W. 121 Ave, Miami, Fla.

ARTICLE IX - SUBSCRIBERS

The name and post office address of each subscriber of these articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Carlos Davila President	500 S.W. 121 Ave., Miami, Fla.
Edwin Planel, Sect.	500 S.W. 121 Ave., Miami, Fla.

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ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only such provisions as might be lawfully contained in the original articles at the time of the amendment.

A charter amendment requires the affirmative vote of the holders of a majority of the shares entitled to vote thereon.

Restate articles of incorporation may be adopted.

IN WITNESS WHEREOF, the parties to these Articles of Incorporation have hereunto set their hands and seals this *22nd* day of *December* 197*6*.

Charles R. Domb (SEAL)  
Edwin L. Blumh (SEAL)  
\_\_\_\_ (SEAL)  
\_\_\_\_ (SEAL)

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STATE OF FLORIDA  
COUNTY OF DADE      SS

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared Carlos Davila, Edwin Planel to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribe to these Articles of Incorporation.

IN WITNESS THEREOF I set my hand and official seal in the County and State named above this 22 day of Bank 1974.  
My commission expires:

*Manuel Esteban*  
Notary Public

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

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

First That Old San Juan Inc.

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami County of Dade State of Florida has named, Carlos Davila located at 500 S.W. 121 Ave. Miami County of Dade State of Florida as its agent to accept services of process within the State.

ACKNOWLEDGMENT,

Having been named to accept service of process for the above stated corporation, at 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.

By: Carlos R. Davila  
Resident Agent

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