

P 970.0000 2363
TRANSMITTAL LETTER

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

FILED
97 JAN -9 PM 3:06
TALLAHASSEE, FLORIDA

SUBJECT: ALVI'S ~~INC.~~ INC.
(Proposed corporate name - must include suffix)

900002028469--2
-12/13/96--01033--005
****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: VICKIE LUCAS
Name (Printed or typed)

29707 S.W. 158th
Address

MIAMI FLA 33033
City, State & Zip

(305) 258-6113
Daytime Telephone number

DEC 17 1996 BSB F. OMBRAUR JAN 9 1997

~~1109, 0502~~
~~W96-26394~~

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 17, 1996

VICKIE LUCAS
29707 S.W. 158 PLACE
MIAMI, FL 33033

SUBJECT: ALVI'S INC.
Ref. Number: W96000026394

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TALLAHASSEE, FLORIDA

We have received your document for ALVI'S INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent designated must be an active Florida corporation or limited liability company or a foreign corporation or limited liability company authorized to transact business in Florida. Please correct the document accordingly.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 898A00056098

ARTICLES OF INCORPORATION
OF
ALVI'S FOOD SERVICE, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract hereby associate themselves together to form a corporation under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is ALVI'S FOOD SERVICE, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of business to be transacted by this corporation shall be to manufacture, purchase, or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind, and description; except that is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, fraternal benefit society, cooperative association, state fair or exposition. The corporation may carry on any lawful business necessary or incidental to the attainment of the objectives of the corporation.

ARTICLE III - POWERS

The powers herein granted to the corporation shall not be construed as any limitation upon the powers of the corporation but shall be in addition to the powers conferred by law. The corporation shall have the power to do the following:

1. To invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment and to own or lease real or personal property necessary for or incidental to the rendering of professional services;
2. To sue and be sued and appear and defend all acts and proceedings in its corporate name to the same extent as a natural person;
3. To adopt and use a common corporate seal and alter the

same;

4. To appoint such officers, agents and employees as its affairs shall require and allow them suitable compensation;

5. To make and enter into all contracts necessary and proper for the conduct of its business;

6. To purchase the corporate assets of any other corporation;

7. To take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it;

8. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock or any bonds or other evidences of indebtedness created by any other corporation of this State or any other State or Government; while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock;

9. To purchase, hold, sell and transfer shares of its own capital stock, but it can not purchase any of its own capital stock except from the surplus of its assets over its liabilities, including capital. Share of its own capital stock owned by the corporation shall not be voted directly or indirectly or counted as outstanding stock for the purpose of any stockholders' quorum or vote;

10. To contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it or its Board of Directors may deem necessary or expedient and shall authorize or agree upon; issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness whether secured or unsecured, and execute such mortgages or other instruments of encumbrances upon its property or credit to secure the payment of money borrowed or owing by it, as occasion may require and the Board of Directors deem expedient. To transfer corporate property of every kind and nature belonging to the corporation, as security for the payment

of any bonds, note, debts or other evidence of indebtedness of the corporation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at anytime shall be 100 shares of common stock having a par value of TEN (\$10.00) Dollars.

The capital stock may be paid for in property, labor or services, at a just valuation to be fixed by the incorporators, or by the Directors at a meeting called for such purpose, or at the organizational meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the Directors of the company. Stock in other corporations or going businesses may be purchased by the corporation return for the issuance of its capital stock and said purchase shall be on said basis and for such consideration and the issuance of so much of the capital stock as the Directors of the company may decide.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation may begin business shall not be less than \$500.00.

ARTICLE VII - ADDRESS

The initial street address of the principal office of this corporation shall be 29707 S.W. 158 Place, Homestead, Florida 33033.

ARTICLE VIII - DIRECTORS

This corporation shall have two (2) directors, initially. The number for directors may be increased or diminished from time to time, by by-laws adopted by the Stockholders, but shall never be less than one.

ARTICLE IX - INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>
VICKIE LUCAS	29707 S.W. 158 Place, Homestead, Florida 33033
ALBERTHA NOTICE	30365 S.W. 158 Court, Homestead, Florida 33033

ARTICLE X - SUBSCRIBERS

The names and street addresses of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>STOCK:</u>
VICKIE LUCAS	29707 S.W. 158 Place Homestead, Florida 33033	50 shares
ALBERTHA NOTICE	30365 S.W. 158 Court Homestead, Florida 33033	50 shares

ARTICLE XI - OFFICERS

The names and street addresses of the officers of this corporation who shall hold office for the first year of the existence of the corporation and until their successors are elected or appointed and shall have qualified are as follows:

<u>NAME:</u>	<u>TITLE:</u>	<u>ADDRESS:</u>
VICKIE LUCAS	President	29707 S.W. 158 Place Homestead, Florida 33033
ALBERTHA NOTICE	Secretary	30365 S.W. 158 Court Homestead, Florida 33033

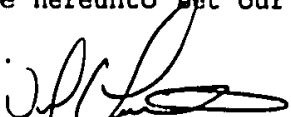
ARTICLE XII - REGISTERED AGENT

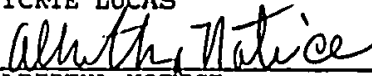
The registered agent of this corporation to accept service of process within this state shall be S. SCOTT CHOOS, Attorney at Law, Suite 312, 15600 S.W. 288 Street, Homestead, Florida 33033.

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposes by them to the Stockholders, and approved at a Stockholders' meeting by 75% of the voting capital stock, unless all the Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 8th day of January, 1997.



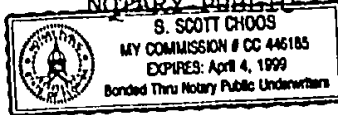
 VICKIE LUCAS


 ALBERTHA NOTICE

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 8th day of January, 1997, by VICKIE LUCAS and ALBERTHA NOTICE, who has produced drivers licenses as identification and who did take an oath.

My Commission Expires:



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

S. SCOTT CHOOS, ESQ.

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97 JAN -9 PH 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA