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CT Corporation System

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CORPORATION(S) NAME

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TALLAHASSEE, FLORIDA

*Amend*

*Sunshine Kitchen, Inc.*

- ☐ Profit  
☐ NonProfit  
☒ Amendment  
☐ Merger  
☐ Foreign  
☐ Dissolution/Withdrawal  
☐ Limited Liability Company  
☐ Limited Partnership  
☐ Annual Report  
☐ Other  
☐ Reinstatement  
☐ Name Registration  
☐ Change of R.A.  
☐ Fictitious Name  
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\* Need back today  
if possible.

Counsel called:  
They're in a closing

Thanks!

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION OF**  
**SUNSHINE KITCHENS, INC.**

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TALLAHASSEE, FLORIDA

The undersigned hereby files these Amended and Restated Articles of Incorporation of SUNSHINE KITCHENS, INC., a Florida corporation, whose Articles of Incorporation were originally filed with the Florida Department of State on August 21, 1961 and subsequently amended, and in accordance with a vote of the shareholders held on March 4, 1999, at which the number of votes cast for the amendments contained herein were sufficient for approval, hereby adopt the following amendments and restate the Articles of Incorporation in their entirety pursuant to Sections 607.1003, 607.1006 and 607.1007 of the Florida Business Corporation Act as follows:

**ARTICLE I**  
**Name and Principal Office of Corporation**

The name of this Corporation shall be Sunshine Kitchens Inc. The principal address of the Corporation shall be 16111 N.W. 13<sup>th</sup> Avenue, Miami, Florida 33169.

**ARTICLE II**  
**Nature of Business**

The general nature of the business and activities to be transacted and carried on by this Corporation is to transact all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, as hereafter amended and supplemented, and any successor statute thereto, as thereafter amended and supplemented.

The general purposes specified in the foregoing clauses of this Amended and Restated Article shall, unless expressly limited, not be limited or restricted by reference to, or inference from, any provisions in this or any other Amended and Restated Article of these Amended and Restated Articles of Incorporation, shall be regarded as independent purposes and shall be construed as powers as well as purposes.

### ARTICLE III

#### Stock

The total authorized capital stock of the Corporation shall be 25,000 shares of Common Stock, par value \$4.00 per share.

### ARTICLE IV

#### Incorporators

The name and street address of the Incorporators of this Corporation is as follows:

Harry J. Farbman	1006 Ainsley Building Miami, Florida
Edward L. Lustgarten	1006 Ainsley Building Miami, Florida
Lois E. Collins	1006 Ainsley Building Miami, Florida

### ARTICLE V

#### Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

### ARTICLE VI

#### Address of Registered Office and Registered Agent

The street address of the registered office of this Corporation in the State of Florida shall be 1200 s. Pine Island Road, Plantation, FL 33324. The name of the registered agent of this Corporation at the above address shall be CT Corporation System.

### ARTICLE VII

#### Number of Directors

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than seven (7) persons, the exact number to be determined from time to time in accordance with the By-Laws.

## ARTICLE VIII

### By-Laws

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the By-Laws.

## ARTICLE IX

### Financial Information

The Corporation shall not be required to file a balance sheet and a profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year hereafter unless a resolution to the contrary has been adopted by the shareholders not later than four (4) months after the close of such year.

## ARTICLE X

### Amendment

These Amended and Restated Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, to the foregoing Amended and Restated Articles of Incorporation, has hereunto set his hand and seal this \_\_\_\_ day of March, 1999.

By: Thomas A. Carver  
Thomas A. Carver

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

By: Connie Bryan  
Registered Agent  
**CONNIE BRYAN**  
SPECIAL ASSISTANT SECRETARY