

557288

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RUPARI FOOD SERVICES, INC.**

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Amended & Restated
Art.

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**THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
RUPARI FOOD SERVICES, INC.
(A Florida Corporation)**

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned hereby adopts the following Third Amended and Restated Articles of Incorporation:

1. The name of the corporation is Rupari Food Services, Inc. (the "Corporation"). The date of filing of the original Articles of Incorporation with the Secretary of State was January 13, 1978, as amended from time-to-time thereafter. The document number assigned to the Corporation by the Florida Department of State is No.: 557288.

2. The Third Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors on July 1, 2011 and the shareholder of the Corporation on July 1, 2011 in accordance with Section 607.1003, 607.1006 and 607.1007 of the Florida Business Corporation Act.

3. The Articles of Incorporation are hereby amended and restated in their entirety as follows:

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation is Rupari Food Services, Inc.

**ARTICLE II
ADDRESS OF CORPORATION**

The address of the principal office and mailing address of the Corporation is:

1208 W. Newport Center Drive
Suite 100
Deerfield Beach, FL 33442

**ARTICLE III
PURPOSE**

The nature of the business or the purpose to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

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ARTICLE IV
CAPITAL STOCK

The total number of shares of stock which the corporation has authority to issue is 1,000 shares of Common Stock, with a par value of \$.001 per share.

ARTICLE V
REGISTERED AGENT AND OFFICE ADDRESS

The street address of the Corporation's registered office is 515 East Park Avenue, Tallahassee, FL 32301. The name of the Corporation's registered agent at that office is CorpDirect Agents, Inc.

ARTICLE VI
LIABILITY AND INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify and shall advance expenses on behalf of its present or former officers and directors to the fullest extent now or hereafter permitted by law.

ARTICLE VII
AMENDMENTS

These Articles of Incorporation may be amended in any manner provided by law.

* * * *

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IN WITNESS WHEREOF, the undersigned has executed these Third Amended and Restated Articles of Incorporation this 1st day of July, 2011.

RUPARI FOOD SERVICES, INC.

By: 
Robert Mintz
President

[Signature Page to Amended and Restated Certificate of Incorporation]

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