

F95000005925

TRANSMITTAL LETTER

**TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS**

SUBJECT: Souper Salad, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Melissa Sowell

(Name of Person)

Souper Salad, Inc.

(Firm/Company)

9311 San Pedro Ste 1100

(Address)

San Antonio, TX 78216

(City, State and Zip Code)

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*****70.00 *****70.00

Should you need to call someone concerning this matter, please call:

Melissa Sowell

(Name of Person)

at (210) 349 - 9466

Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC -4 AM 8:02

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Souper Salad, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Texas

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. October 22, 1981

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. N/A

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 9311 San Pedro Ste 1100

San Antonio, TX 78216

(Current mailing address)

8. Retail restaurant business

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

, Florida , 33324

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

E. Wayne Patterson, Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Barry Feinberg

Address: 9311 San Pedro Ste 1100
San Antonio, TX 78216

Vice Chairman: _____

Address: _____

Director: Chris Reilly

Address: 9311 San Pedro Ste 1100
San Antonio, TX 78216

Director: Robert Hill

Address: 9311 San Pedro Ste 1100
San Antonio, TX 78216

B. OFFICERS

President: Robert Hill

Address: 9311 San Pedro Ste 1100
San Antonio, TX 78216

Vice President: Clint Shackelford

Address: 9311 San Pedro Ste 1100
San Antonio, TX 78216

Secretary: Melissa Sowell

Address: 9311 San Pedro Ste 1100
San Antonio, TX 78216

Treasurer: N/A

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

Robert Hill, President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Robert Hill, CEO/President
(Typed or printed name and capacity of person signing application)

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The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

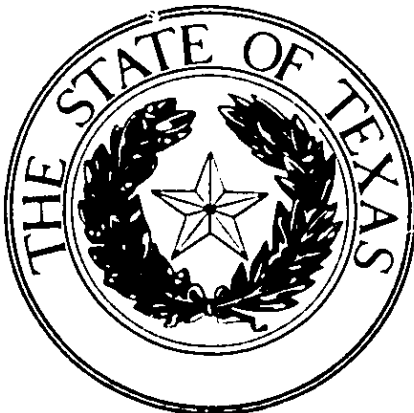
SOUPER SALAD, INC.
(CHARTER # 582804-0)

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were filed in this office and a certificate of incorporation was issued on
OCTOBER 22, 1981;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on October 30, 1995.*

1077.
Antonio O. Garza, Jr.
Secretary of State

DEM