

**BOGUE ASSOCIATES**  
**ACCOUNTING AND CONSULTING**  
Division of Bogues International Incorporated

5384 Tenth Avenue North, Lake Worth, Florida 33463-2061  
Andree M. Bogues, Independent Public Accountant  
Telephone 561.969-3004, Telefax 969-1522

31<sup>st</sup> December, 1999

By Overnight Express

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

**EFFECTIVE DATE**  
01-02-00

300002088132--5  
-01/04/00--01089--009  
\*\*\*\*122.50 \*\*\*\*78.75

Regarding: Proposed "My Deli, Inc." Corporate Charter

Dear Sir/Madam:

Please find enclosed "Articles of Incorporation" in duplicate, prepared for the above noted proposed Corporation, for due process of registration with your offices.

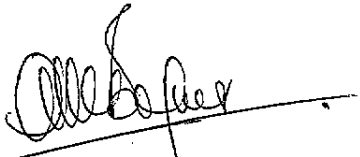
The appropriate fees of \$122.50 are attached. The documents are to be effective on the 2nd January, 2000.

We appreciate your expediting the enclosed and respectfully request return of the certificate and certified copies of Articles directly to us on behalf of our client. Should you have any questions or require any further information in the above regard, please do not hesitate to call us, without charge, at 1.877.244-3004.

Thanking you in advance for your kind attention.

Sincerely,

BOGUE ASSOCIATES



Andree M. Bogues  
for the Firm

:Enclosures

**FILED**  
00 JAN -4 PM 5:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

01-02-00

ARTICLES OF INCORPORATION

OF

**MY DELI, INC.**

FILED  
00 JAN -4 PM 5:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Undersigned Subscriber,

a natural person acting as Incorporator for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following *Articles of Incorporation*:

Article One = Name

The name of the corporation shall be: *MY DELI, INC.*

Article Two = Duration

The term of existence of this Corporate Charter shall be perpetual, and shall commence effective on the *second* day of the month of *January*, in the year *Two Thousand*.

Article Three = Purpose

The purpose for which this Corporation is organized is to engage in and transact any and all lawful business for which corporations may be permitted under the laws of the State of Florida and in all other States and Countries.

Article Four = Capital Stock

There shall be only one class of stock.

The maximum number of shares of authorized capital stock of this Corporation shall be Ten Thousand, (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share. Only one hundred (100) shares of common stock shall be issued at this time.

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the pre-emptive right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article Five     =     Principal Office

The street address of the initial principal office of this Corporation shall be:  
5386 Tenth Avenue North, Lake Worth, Florida 33463

Article Six     =     Registered Office

The street address of the initial registered office of this Corporation shall be:  
5386 Tenth Avenue North, Lake Worth, Florida 33463  
and the name of the initial registered agent at that address is: Eija Maaninka-Haines.

Article Seven     =     Directors

The Board of Directors of this Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by bylaws as adopted by the shareholders, but shall never be less than one (1).

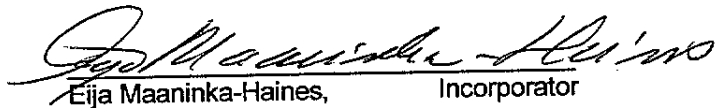
The names and addresses of said initial Board of Directors are:  
Eija Maaninka-Haines  
5386 Tenth Avenue North, Lake Worth, Florida 33463.

Article Eight     =     Incorporator

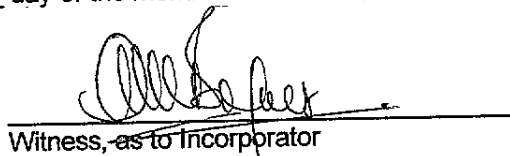
The name and address of the Incorporator signing these Articles of Incorporation is:  
Eija Maaninka-Haines  
5386 Tenth Avenue North, Lake Worth, Florida 33463.

IN WITNESS WHEREOF

I have subscribed my name this 31<sup>st</sup> day of the month of December, A.D., 1999.

  
Eija Maaninka-Haines, Incorporator

SUBSCRIBED TO BEFORE ME, this 31<sup>st</sup> day of the month of December, A.D., 1999.

  
Witness, as to Incorporator

C E R T I F I C A T E  
DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THE STATE  
OF FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.

FILED

00 JAN -4 PM 5:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Persuant to the provisions of Chapter 607, Section 607.0501, Florida Statutes, the following statement is submitted in compliance with said Act, designating the Registered Office and Registered Agent, within the State of Florida:

THAT My Deli, Inc.,

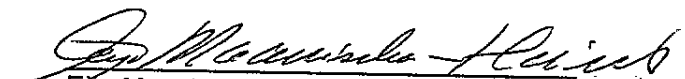
organized under the laws of the State of Florida, with its principal place of business located in the County of Palm Beach, as noted herein these Articles of Incorporation,

HAS NAMED Eija Maaninka-Haines, located in the County of Palm Beach, as its agent to accept service of process within said State.

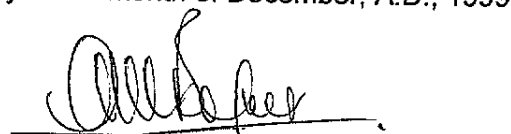
HAVING BEEN NAMED as registered agent and to accept service of process for the above stated Corporation at the place designated within these documents, I hereby accept the appointment as registered agent and agree to act in this capacity.

I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

I AM FAMILIAR WITH and accept the obligations of my position as registered agent:

  
Eija Maaninka-Haines, Registered Agent

SUBSCRIBED TO BEFORE ME, this 31<sup>st</sup> day of the month of December, A.D., 1999.

  
Witness, as to Registered Agent