A PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS AT LAW
THE PLAZA • SUITE 801
5355 TOWN CENTER ROAD
BOCA RATON, FLORIDA 33486

TELEPHONE (561) 395-5511

TELEFAX (561) 368-9274

January 18, 2000

Department of State Division of Corporations 409 E. Gaines St. Tallahassee, Florida 32399

500003102735--7 -01/19/00--01063--016 *****78.75 *****78.75

Re: Star Meatballs, Inc.

To Whom It May Concern:

Enclosed, please find an original and a duplicate of the Articles of Incorporation, and Certificate of Registered Agent. Also enclosed, is a check in the amount of \$78.75 for the filing fees.

The original is to be filed in your office and the duplicate is to be returned to us as a filed copy. Please return the filed copy to this office in the Federal Express package, provided herein.

Should you have any questions or require further information, please do not hesitate to contact me.

Sincerely,

Vanessa M. Fuerte

Enclosures

T. Burch JAN 2 6 2000

FILED

ARTICLES OF INCORPORATION OF

STAR MEATBALLS, INC.

SECKETART OF STATE TALLAHASSEE, FLORIDA

00 JAN 19 PH 12: 02

I, the undersigned, being of legal age and natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: STAR MEATBALLS, INC.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: 100,000 shares common stock, \$1.00 par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefor shall have been paid.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation shall have perpetual existence, unless dissolved according to law.

ARTICLE VI

The principal office of the corporation shall be at: 9614 Pondwood Road, Boca Raton, Florida 33428. Said corporation shall have full power and authority to transact business and to establish offices and agencies in such other places within and without the State of Florida and in any foreign countries. The name of the initial registered agent of this Corporation at the above address is: KERNIZA ATAPATTU.

ARTICLE VII

The business of the corporation shall be conducted by a Board of Directors of not less than one to be increased at the discretion of the Board of Directors.

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ARTICLE VIII

The name and post office addresses of the first Directors of this corporation, all subject to the provisions of this certificate, By-laws, and the Corporation Law of the State of Florida, who shall hold office for the first year, or until their successors are duly elected and qualified are:

<u>NAME</u>

--- ADDRESS

KERNIZA ATAPATTU

9614 Pondwood Road Boca Raton, FL 33428

ARTICLE IX

The names and post office addresses of the officers of the corporation are as follows:

NAME

ADDRESS

KERNIZA ATAPATTU President/Secretary/Treasurer

9614 Pondwood Road Boca Raton, FL 33428

ARTICLE X

The name and post office address of the subscriber to the Certificate of Incorporation is as follows:

NAME

ADDRESS

KERNIZA ATAPATTU

9614 Pondwood Road Boca Raton, Florida 33428

ARTICLE XI

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator, being the same person named in Article X above, and in evidence of her desire to form this Corporation does hereunto subscribe her name, this 16 day of January, 2000.

Subscriber - Kerniza Atapattu

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT STAR MEATBALLS, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF BOCA RATON, STATE OF FLORIDA, HAS NAMED KERNIZA ATAPATTU. LOCATED AT 9614 PONDWOOD ROAD, CITY OF BOCA RATON, STATE OF FLORIDA, (33428) AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

(Sole Incorporator)

TITLE: President

DATE: January 18, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

(Registered Agent)

DATE: Jānuāry <u>/</u>8, 2000