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3076 SE Dominica Terrace

Stuart, Florida 34997

(561) 220-3151

January 24, 2000

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*****78.75 *****78.75

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

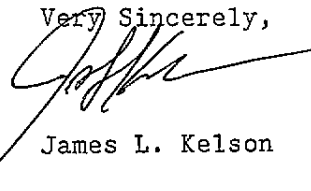
Dear Sirs:

Enclosed are two copies of the Articles of Incorporation of JLK FOOD SERVICES INC. and the appointment of a registered agent for filing purposes.

Also enclosed is a check for \$78.75 to cover charter tax, filing fees, registered agent filing fee, and cost of a certified copy of the articles. Please send a certified copy to me.

Thank you for your prompt attention to this matter.

Very Sincerely,



James L. Kelson

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00 FEB -3 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA CORPORATION
JLK FOOD SERVICES INC.
ARTICLES OF INCORPORATION

FILED
00 FEB -3 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby make, subscribe and acknowledge these Articles of Incorporation in order to organize and incorporate a business for profit under the laws of the State of Florida Statutes, Chapter 607.

ARTICLE I - NAME

The name of the corporation is JLK FOOD SERVICES INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business is Food Sales.

ARTICLE III - DURATION & EXISTENCE

The duration of this corporation shall be perpetual. Corporate existence shall commence immediately upon the subscription and acknowledgement herein to be followed by the filing of the Articles of Incorporation to the Department of State within the five days as allowed by Florida Statute 607.167.

ARTICLE IV - CAPITAL

The amount of Capital with which this corporation will begin business shall be not less than One Thousand Dollars (\$1,000.00).

ARTICLE V - ADDRESS

The initial street address in Florida of the principal office is:

3076 SE Dominica Terrace
Stuart, Florida 34997

ARTICLE VI - POWERS

The Corporation may engage in any activity or business permitted under the laws of the United States and shall have the general powers enumerated in 607.011 of the Florida General Corporation Act which Section is incorporated by reference as if fully set forth herein.

ARTICLE VII - CAPITAL STOCK

The capital stock is: 100 shares of Common Stock, \$10.00 par value common voting stock.

ARTICLE VIII - DIRECTORS, OFFICERS AND SUBSCRIBERS

The names and street address of the members of the first Board of Directors of this Corporation, the Officers, and a statement of the number of shares of Common Stock \$10.00 par value which each agreed to take are:

<u>Name</u>	<u>Address</u>	<u>Director Officer</u>	<u>Shares of Common Stock</u>
James L. Kelson	3076 SE Dominica Terr. Stuart, FL 34997	President	45%
Elizabeth Kelson	3076 SE Dominica Terr. Stuart, FL 34997	Sec/Treasurer	45%
Ronald Smith	3076 SE Dominica Terr. Stuart, FL 34997	Vice President	10%

ARTICLE IX - REGISTERED AGENT

Pursuant to 607.034 Florida Statutes, the undersigned designate as its Registered Agent the below to accept service of process:

James L. Kelson
3076 SE Dominica Terrace
Stuart, FL 34997
(561) 220-3151

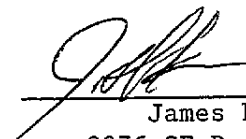
ARTICLE X - GENERAL

A. Unless otherwise stated in the By-Laws, every stockholder who has the right to vote, shall have the right to vote in person or by proxy.

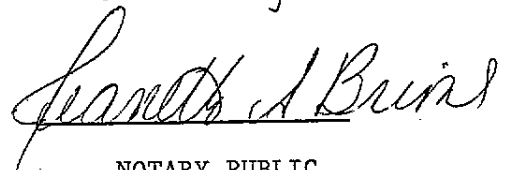
B. Unless otherwise provided in the By-Laws, no stockholder shall have a pre-emptive right to purchase his pro rata share of new stock.

C. Unless otherwise provided in the By-Laws, cumulative voting shall not be permitted.

IN WITNESS WHEREOF, the undersigned being the Incorporator of JLK FOOD SERVICES INC. Under 607.161 and subscribing to their respective shares of Common Stock \$10.00 par value, have made and subscribed these Articles of Incorporation at Stuart, Martin County, Florida 34997 with the Articles of Incorporation consisting of three pages, this being the second.


James L. Kelson
3076 SE Dominica Terrace
Stuart, FL 34997

SWORN TO AND SUBSCRIBED before me this 31st day of January, 2000



NOTARY PUBLIC

My Commission Expires:

6/14/2002



CERTIFICATE OF REGISTERED AGENT

RE: JLK FOOD SERVICES INC.

FILED
00 FEB -3 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

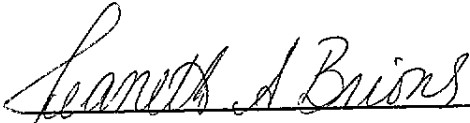
Pursuant to Article IX of the Articles of Incorporation of JLK FOOD SERVICES INC. and in accordance with Florida Statute 607.034 Registered Agent, the undersigned accepts the appointment as Registered Agent of Said Corporation for service of process and as prescribed by Florida Law.



James L. Kelson
3076 SE Dominica Terrace
Stuart, FL 34997
(561) 220-3151

SWORN TO AND SUBSCRIBED before me

this 31st day of January, 2000



NOTARY PUBLIC

My Commission Expires:

6/14/2002

