

P00000063820

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

400003307734--4
-06/28/00--01059--021
*****78.75 *****78.75

SUBJECT: TASTEBUDS by GRAMONY, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☒ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: MARY E. O'Connell
Name (Printed or typed)

8688 Pinetree Drive
Address

Seminole, Florida 33772
City, State & Zip

727-585-0798
Daytime Telephone number

FILED
00 JUN 28 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

GA
6-30-00
7

ARTICLES OF INCORPORATION

OF

TASTEBUDS by GRAMONY, INC.

FILED
00 JUN 28 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Article of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

TASTEBUDS by GRAMONY, INC.

ARTICLE II PURPOSE

The general nature of the business to be transacted by this Corporation is:

- A. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other states and countries;
- B. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer of Corporation property, or other instruments to secure the payment of corporate indebtedness as required;
- C. To purchase the corporate assets of any other corporation and engage in the same or other character of business;
- D. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital

stock of, or any bonds, securities, or other evidences of indebtedness created by any other government, and while owner of such stock, to exercise all the rights, powers and privileges of such ownership, including the right to vote such stock.

- E. To conduct any and all lawful business including but not limited to the production of food products.
- F. In general, to have and exercise all powers conferred by the laws of the State of Florida upon corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

ARTICLE III CAPITAL STOCK

- A. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7,500 shares of Common Stock having a nominal or par value of \$1.00 per share.
- B. The holders of stock of the Corporation shall be entitled to one (1) vote for each share of stock held at all meetings of Stockholders with cumulative voting not permitted.
- C. The stock of the Corporation shall be paid for in lawful money of the United States of America, or in property, securities, services or such other method of payment as the Board of Directors may reasonably approve at a just valuation to be fixed by the Board of Directors; the Corporation may from time to time increase its capital stock to any amount not prohibited by law.

ARTICLE IV DURATION

This Corporation shall begin existence as of the date of filing, and shall exist perpetually.

ARTICLE V PRINCIPAL OFFICE

The principle place of business of this Corporation in the State of Florida is **8688 PINETREE DRIVE, SEMINOLE, FL 33772**. The mailing address of this Corporation is **P.O.BOX 3843, SEMINOLE, FL 33775**. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent is:

**MARY E. O'CONNELL
8688 PINETREE DRIVE
SEMINOLE, FL 33772**

ARTICLE VII DIRECTORS

This corporation shall not have less the one (1) Director initially, who shall not be required to be a Stockholder. The number of Directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one (1).

ARTICLE VIII FIRST DIRECTORS AND OFFICERS

The names and post office address of the first Board of Directors and Officers is:

NAME	ADDRESS	TITLE
MARY E. O'CONNELL	8688 PINETREE DRIVE SEMINOLE, FL 33772	President, Secretary, Treasurer, Director

ARTICLE IX INCORPORATOR(S)

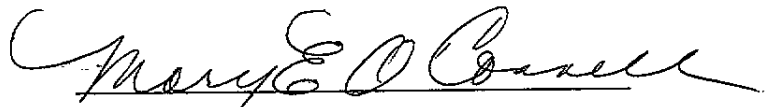
The name(s) and post office address(es) of the incorporator(s) to these Articles of Incorporation is(are):

MARY E. O'CONNELL
8688 PINETREE DRIVE
SEMINOLE, FL 33772

ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by two-thirds (2/3) of the stock entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator(s) of this Corporation has (have) executed these Articles of Incorporation on this 26 day of June 2000.



MARY E. O'CONNELL
Incorporator

FILED
00 JUN 28 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

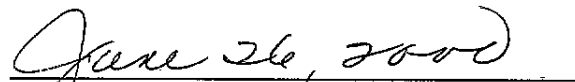
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 48.091 and 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designing the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: **TASTEBUDS by GRAMONY, INC.**
2. The name and address of the registered agent and office is:

**MARY E. O'CONNELL
8688 PINETREE DRIVE
SEMINOLE, FLORIDA 33772**


MARY E. O'CONNELL, PRESIDENT


DATED

HAVING BEEN NAMED REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY

POSITION AS REGISTERED AGENT AS PROVIDED FOR IN
FLORIDA STATUTES 607.0505.

Mary E. O'Connell
MARY E. O'CONNELL

June 26, 2000
DATED