

PO1000038786

March 22, 2001

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

000004008640--7  
-04/13/01--01082--020  
\*\*\*122.50 \*\*\*\*\*78.75

SUBJECT: The Soup Doctor, Inc.

Enclosed please find the original articles of incorporation for the above corporation and a check in the amount of \$122.50 made payable to Department of State

From: —

Raymond Schamis.  
2590 Albatross Road North Unit D  
Delray Beach, FL 33444

01 APR 13 PM 2:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

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FILED

01 APR 13 PM 2:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
THE SOUP DOCTOR, INC.

ARTICLE I - NAME

The Name of this corporation is The Soup Doctor, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Section 607.0202 of the Florida Statutes.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

7491 N. Federal Hwy Store C4  
Boca Raton, FL 33487-1625

and the name of the initial registered agent of this corporation at that address is  
Raymond Schamis.

and the principal office and mailing address of this corporation is:

7491 N. Federal Hwy Store C4  
Boca Raton 33487-1625

ARTICLE V - INITIAL BOARD OF DIRECTORS

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This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws. The name and address of the initial director of this corporation is:

Raymond Schamis.  
2590 Albatross Road North Unit D  
Delray Beach, FL 33444

ARTICLE VI - INCORPORATOR

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The name and address of the person signing these articles is:

Raymond Schamis.  
2590 Albatross Road North Unit D  
Delray Beach, FL 33444

ARTICLE VII - INDEMNIFICATIONS

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The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE VIII - AMENDMENTS

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This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto.

The Undersigned has executed these Articles of Incorporation this  
10<sup>th</sup> day of April, 2001

  
\_\_\_\_\_  
Signature/Title

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED

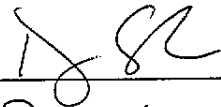
01 APR 13 PM 2:50

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

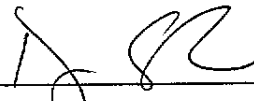
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the Corporation is: The Soup Doctor, Inc.
2. The name and address of the registered agent and office is:

Raymond Schamis.  
7491 N. Federal Hwy #C4  
Boca Raton, FL 33487-1625

Signature   
Title President  
Date 4/10/01

HAVING BEEN NAMED AS 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 COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature   
Date 4/10/01