

PO1000048694  
Frank Ribel, Jr.

Attorney at Law  
(Licensed in Florida & West Virginia)  
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Phone (863) 494-7139; Fax (863) 494-3204

May 8, 2001

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-05/10/01--01067--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

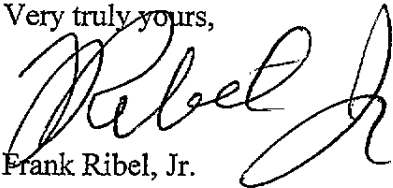
RE: M & A HOME COOKIN, CORP.

Enclosed please find the following documents for filing herein:

Articles of Incorporation for M & A HOME COOKIN, CORP. and Certificate designating Place of Business along with the filing fee, (\$78.50).

If you have any questions, please let me know. Thank you.

Very truly yours,

  
Frank Ribel, Jr.

Encls:

01 MAY 10 AM 9:41  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature*

FILED

01 MAY 10 AM 9:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**M & A HOME COOKIN, CORP.**

The undersigned subscribe to these Articles of Incorporation, being, ALICE DEDGE and DIANA APAC , natural persons, competent to contract, hereby desire to form a corporation under the laws of the State of Florida.

**ARTICLES I - NAME**

The name of this corporation is M & A HOME COOKIN, CORP.

**ARTICLES II - ADDRESS**

The address of the principal office of this corporation is 4327 SW Highway 17, Arcadia, Florida 34266 and the mailing address of the corporation is 4327 SW Highway 17, Arcadia, Florida 34266.

**ARTICLES III - NATURE OF BUSINESS**

This corporation is organized for the purpose of a restaurant, buying and selling of prepared cooked food , and for the purpose of transacting any and all lawful business for which corporations may be incorporated under Section 607 of the Florida Statutes.

**ARTICLES IV- CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue at any time is: 1,000 shares of common stock having a nominal par value of \$15.00 per share.

**ARTICLES V - ADDRESS**

The street address of the initial registered office of the corporation is 4327 SW, Highway 17, Arcadia, Florida 34266. The name of the corporation's initial registered agent at this address is DIANA APAC, who has signed a statement accepting the appointment pursuant to Section 607.0502 which is filed herewith.

**ARTICLES VI - DIRECTOR(S)**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than two (2). The name and address of the initial directors of this corporation:

ALICE DEDGE                      6644 SW Miami Street  
Arcadia, FL 34266

DIANA APAC                      2461 SW Highway 17  
Arcadia, FL 34266

**ARTICLES VII - INCORPORATOR(S)**

The name and street address of the incorporator(s) of this corporation:

ALICE DEDGE                      6644 SW Miami Street  
Arcadia, FL 34266

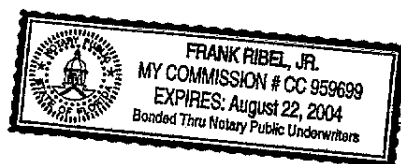
DIANA APAC                      2461 SW Highway 17  
Arcadia, FL 34266

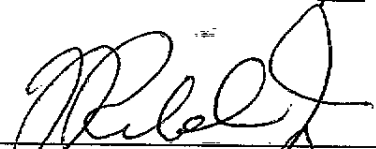
  
ALICE DEDGE

STATE OF FLORIDA,  
COUNTY OF DESOTO.

BEFORE ME, the undersigned authority, personally appeared, ALICE DEDGE Personally known ✓ or who has produced \_\_\_\_\_ as identification and who executed the foregoing Articles of Incorporation, and ALICE DEDGE, executed the same.

WITNESS my hand and official seal in the State and County last aforesaid, this 7<sup>th</sup> day of May, 2001.



  
Notary Public, State of Florida  
at Large.  
Commission Expires: \_\_\_\_\_

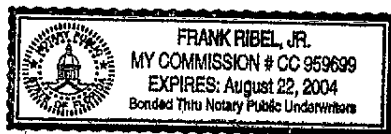
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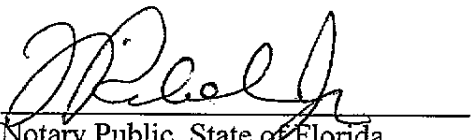
  
\_\_\_\_\_  
DIANA APAC

STATE OF FLORIDA,  
COUNTY OF DESOTO.

BEFORE ME, the undersigned authority, personally appeared, DIANA APAC Personally known \_\_\_\_\_ or who has produced FL D.L. as identification, and who executed the foregoing Articles of Incorporation, and DIANA APAC, executed the same.

WITNESS my hand and official seal in the State and County last aforesaid, this 7th day of May, 2001.



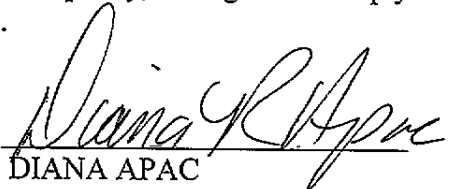
  
\_\_\_\_\_  
Notary Public, State of Florida  
at Large.  
Commission Expires: \_\_\_\_\_

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

Pursuant to 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That M & A HOME COOKIN. desiring to organized under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Arcadia, County of DeSoto, State of Florida, has named DIANA APAC located at 4327 SW Highway 17, Arcadia, FL 34266 as its agent to accept service of process within this state and said location shall be it's registered office.

Second-Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

  
DIANA APAC

01 MAY 10 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED