

JAMES E. SHEPHERD WILLIAM J. MCCABE R. EDWARD COOLEY

June 18, 2001

1450 WEST STATE ROAD 434 SUITE 200 LONGWOOD, FLORIDA 32750 TELEPHONE (407) 830-9191 Fax SHEPHERD (407) 830-9049 COOLEY (407) 830-9049 MCCABE (407) 265-0409

--06/20/01---01080---011 *****78.75 *****78.75

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

RE: Incorporation of RTL FOOD CORPORATION

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for the abovenamed corporation, together with my check in the amount of \$78.75. Please return to the undersigned a date stamped copy of the Articles of Incorporation and a Certificate of Incorporation.

Very truly yours,

R. EDWARD COOLEY

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REC:cw Encl.

ARTICLES OF INCORPORATION OF RTL FOOD CORPORATION

The undersigned subscriber to the Articles of Incorporation, a patural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

place of business of the corporation shall be 7600 Dr. Phillips Blvd., Orlando, FL 😨 19.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country,

territory or nation.

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ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. REGISTERED AGENT NAME AND ADDRESS

The street address of the initial registered agent of the corporation is 5554 Metro West Blvd., Unit 103, Orlando, FL 32811 and the name of the initial registered agent of the corporation is RICHARD IRACE.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director initially. The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until his successor is elected or appointed, is: RICHARD IRACE 5554 Metro West Blvd., Unit 103 Orlando, FL 32811

P/S/T/DIRECTOR

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is

R. EDWARD COOLEY, 1450 SR 434 West, Suite 200, Longwood, Florida 32750.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this

<u>/ 8</u> day of June, 2001.

WARD COOLE§



ACCEPTANCE BY REGISTERED AGENT

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.

RICHARD IRACE