

# P01000080205

SPIRA, BOYD, BEADLE & MCGARRELL, L.L.C.

Attorneys & Counselors at Law

Jack B. Spira  
Joel E. Boyd  
James P. Beadle  
Thomas P. McGarrell

**Melbourne/Palm Bay Office:**

5205 Babcock Street, NE  
Palm Bay, Florida 32905  
Telephone: (321) 725-5000  
Facsimile: (321) 724-6008

Please Reply To:

Melbourne/Palm Bay

August 2, 2001

**Suntree/Viera Office:**

6767 N. Wickham Road, Suite 306  
Melbourne, Florida 32940  
Telephone: (321) 751-6030  
Facsimile: (321) 751-6035

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

Re: VIERA DELI & CATERING, INC.

Dear Secretary of State:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced company along with our original filing fee in the amount of \$78.75 to cover the filing fee and one certified copy of the Articles. I am also providing a self-addressed, stamped envelope for your use in forwarding the certified copy requested.

Thank you for your assistance in this matter.

Sincerely,

  
JACK B. SPIRA

JBS/ses  
Encls.

JACK B. SPIRA, ESQ.  
SPIRA, BOYD, BEADLE & MCGARRELL, PA  
5205 BABCOCK ST., NE  
PALM BAY, FL 32905

700004528467--9  
-08/10/01--01049--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

EFFECTIVE DATE  
8-3-01

Steve GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT effect. date  
DATE 8-15-01  
DOC. EXAM WC

8-15-01  
WC

FILED  
01 AUG 10 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
VIERA DELI & CATERING, INC.**

FILED  
01 AUG 10 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED**, subscriber to these Articles of Incorporation, A natural person, competent to contract, join together to form a corporation under the laws of the State of Florida; and further agree to the following conditions of said corporation.

**ARTICLE I - NAME**

The name of this corporation is: VIERA DELI & CATERING, INC.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing with the date of acknowledgment of these Articles.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

EFFECTIVE DATE  
~~8-3-01~~

**ARTICLE IV - AUTHORIZED STOCK**

The corporation is authorized to issue 1000 shares of common stock, having a par value of \$1.00 per share.

No shareholder shall divest himself of any of the shares without first giving the other shareholders the opportunity to purchase the shares of stock to be sold. Other shareholders shall have thirty (30) days from the date of said offer to reject or purchase the shares offered for sale.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI - INITIAL PRINCIPAL OFFICE AND AGENT**

The street address of the initial principal office of this corporation is: 5410 Murrell Road, Viera, Florida 32955.

The name and address of the initial registered agent of this corporation is: MIKE ALTRO, III, 5410 Murrell Road, Viera, Florida 32955.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws. The name and address of the initial Director of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
MIKE ALTRO, III	5410 Murrell Road Melbourne, FL 32955

**ARTICLE VIII**

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
MIKE ALTRO, III	5410 Murrell Road Viera, FL 32955

**ARTICLE IX**

The officers of the corporation shall be a President, Vice President, Secretary and Treasurer, and such other officers as may be provided for by the By-Laws.

The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President	-	MIKE ALTRO, III
Vice President	-	MIKE ALTRO, III

Treasurer - MIKE ALTRO, III  
Secretary - MIKE ALTRO, III

The officers shall be elected at the annual meeting of the Board of Directors, or as provided in the By-Laws.

#### **ARTICLE X - BY-LAWS**


Section 1. The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors at any regular meeting or any special meeting called for that purpose.

#### **ARTICLE XI - MANAGEMENT OF THE CORPORATION BY THE SHAREHOLDERS**

All management powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

**IN WITNESS WHEREOF**, the undersigned, subscribing incorporator has executed the Articles of Incorporation, this 3<sup>rd</sup> day of August, 2001.

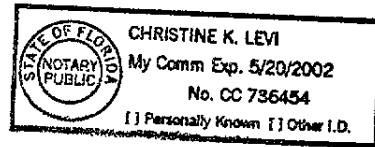
  
\_\_\_\_\_  
MIKE ALTRO, III

STATE OF FLORIDA  
COUNTY OF BREVARD

I **HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the aforementioned State and County to take acknowledgments and administer oaths, personally appeared, MIKE ALTRO, III, who is personally known to me to be the persons described in and executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 3<sup>rd</sup> day of August, 2001.

*Christine K. Levi*  
NOTARY PUBLIC



**DESIGNATION OF REGISTERED AGENT**

**I HEREBY ACCEPT** the designation as Registered Agent of this corporation.

  
\_\_\_\_\_  
MIKE ALTRO, III

STATE OF FLORIDA  
COUNTY OF BREVARD

**I HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the aforementioned State and County to take acknowledgments and administer oaths, personally appeared, MIKE ALTRO, III, who presented Florida Driver's License as identification and executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same.

**IN WITNESS WHEREOF.** I have hereunto set my hand and official seal this 3<sup>rd</sup> day of August, 2001.

  
\_\_\_\_\_  
NOTARY PUBLIC



FILED  
01 AUG 10 AM 9:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA