

P010000107916

FILED

KEYS FOOD SERVICE, INC.  
1200 NE MIAMI GARDENS DRIVE APT 307  
N. MIAMI BEACH, FL 33179  
TEL: 305-868-0078  
FAX: 305-861-0084

01 NOV -8 PM 3:56

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOVEMBER 6 2001

400004671984--1  
-11/08/01--01025--026  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE FL 32314

REF: APPLICATION FOR CORPORATE CHARTER

PLEASE FIND ENCLOSED TWO COPIES OF THE ARTICLES OF INCORPORATION FOR KEYS  
FOOD SERVICE INC., TOGETHER WITH OUR CHECK FOR 122.50 FOR FILING FEES.

THANK YOU FOR YOUR ANTICIPATED COOPERATION



ROBERT GRAY

C. BLALOCK NOV 8 2001

FILED

01 NOV -8 PM 3:56

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
KEYS FOOD SERVICE, INC

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION EACH A  
NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES  
TOGETHER TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA AND  
FURTHER TO AGREE TO THE FOLLOWING CONDITIONS OF SAID CORPORATION.

ARTICLE I : NAME:

THE NAME OF THE CORPORATION IS

KEYS FOOD SERVICE, INC

ARTICLE II : PURPOSE

THE CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSES: TO  
MAINTAIN, OPERATE, AND CONTROL A RESTAURANT BUSINESS. TO ENGAGE IN ANY  
RELATED BUSINESS OR SERVICE THAT IS LEGAL ACCORDING TO THE LAWS OF THE  
UNITED STATES OF AMERICA. TO OBTAIN LICENSES FROM THE UNITED STATES OF  
AMERICA AND TO ENTER INTO ALL REAL AND PERSONAL PROPERTY WHICH MAY BE  
NECESSARY, ADVANTAGEOUS, OR PROPER IN THE CONDUCT OF ITS BUSINESS, AND FOR  
THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS.

ARTICLE III : CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE  
AUTHORITY TO ISSUE IS 150 SHARES ALL OF ONE CLASS AND ALL OF THE PAR VALUE OF  
FIFTY (\$50.00) DOLLARS PER SHARE.

ARTICLE IV : TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS DISSOLVED BY ACTION  
OF LAW

ARTICLE V INITIAL REGISTERED OFFICE/PRINCIPAL OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 1200  
N.E. MIAMI GARDENS DRIVE, APT. 307 NE MIAMI BEACH, FL. 33179 AND THE NAME OF THE  
INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS ROBERT GRAY

#### ARTICLE VI DIRECTORS

THIS CORPORATION SHALL NOT HAVE NOT LESS THAN ONE (1) DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED FROM TIME TO TIME AS THE STOCKHOLDER (S) DESIRE, IN ACCORDANCE WITH THE BY-LAWS HEREOF.

#### ARTICLE VII: INITIAL DIRECTORS

THE NAME AND POST OFFICE ADDRESS OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION IS AS FOLLOWS:

NAME	ADDRESS
ROBERT GRAY PRESIDENT	1200 NE MIAMI GARDENS DRIVE N. MIAMI BEACH, FL. 33179
JACQUELYN GRAY VICE PRESIDENT	1200 NE MIAMI GARDENS DRIVE N MIAMI BEACH, FL. 33179

#### ARTICLE VIII: SUBSCRIBERS

THE NAME AND POST OFFICE ADDRESS OF EACH SUBSCRIBER TO THESE ARTICLES OF INCORPORATION IS AS FOLLOWS:

NAME	ADDRESS
ROBERT GRAY PRESIDENT	1200 NE MIAMI GARDENS DRIVE N. MIAMI BEACH, FL. 33179
JACQUELYN GRAY VICE PRESIDENT	1200 NE MIAMI GARDENS DRIVE N MIAMI BEACH, FL. 33179

#### ARTICLE IX: INDEMNIFICATION

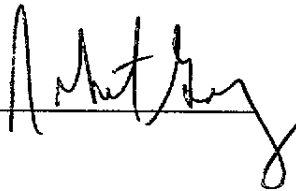
THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW

ARTICLE X: AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS SUBJECT TO THIS RESERVATION.

SIGNATURE /INCORPORATOR AND REGISTERED AGENT

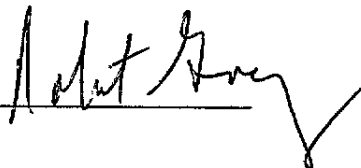
/S/ ROBERT GRAY

 DATE 11/05/01

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 REGISTERED AGENT

S/S ROBERT GRAY

 DATE 11/05/01