

P02000014914 Downtown Business Service

7345 Sandlake Rd. Suite 412, Orlando, FL. 32819

Tele: (407) 352-7006 / Fax: (407) 354-0470

FILED
02 FEB -4 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 30, 2002

Secretary of State
Corporation Division of New Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: STAR FOOD AND BEVERAGE INC.

Dear Sir/Ma'am:

Enclosed is an original and one copy of the Articles of Incorporation for the above-named proposed Florida Corporation. Also enclosed is a check in the amount of \$78.75, representing payment of fees as follows:

Filing Fee	\$	35.00
Designation & Acceptance of Registered Agent		35.00
Certified Copy		8.75
Total		78.75

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-02/04/02--01043--016
*****78.75 *****78.75

Please file the enclosed Articles of Incorporation and return the certified copy to the following address:

DOWNTOWN BUSINESS SERVICES
7345 Sand Lake Road, Suite #412
Orlando, FL 32819

Thank you for your attention in this matter.

Sincerely,

Renee Larsen
Office Manager

Enclosures: Articles of Incorporation (2)
Check # 2475 for \$78.75

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ARTICLES OF INCORPORATION
OF
STAR FOOD AND BEVERAGE, INC.

ARTICLE I - NAME

The name of this corporation is:

STAR FOOD AND BEVERAGE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**9446 West Colonial Drive
Ocoee, FL 34761**

ARTICLE III - GENERAL NATURE

The general nature of the business to be transacted by this corporation is to engage in any and all business activities permitted under the laws of the State of Florida.

ARTICLE IV - SHARES

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is five hundred (500) shares of common stock have a par value of \$ 1.00 per share.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

**Bassem Al-Muashir
1027 Main Street
Windermere, FL 34786**

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ARTICLE VI - DIRECTORS

This corporation shall initially have one (2) director. The number of directors may be increased from time to time by the by-laws adopted by the stockholders but shall never be less than one. The people named as initial directors shall hold office for the first year of the existence of this corporation or until his successors are elected or appointed and have qualified whichever comes first.

The name of the initial director of this corporation and their street address are:

Bassem Al-Muashir
1027 Main Street
Windermere, FL 34786

Aranka Veres
1027 Main Street
Windermere, FL 34786

ARTICLE VII - INCORPORATOR

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

Bassem Al-Muashir
1027 Main Street
Windermere, FL 34786

ARTICLE VIII - TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of the filing of these articles.

ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a Shareholder's Meeting by at least a majority of the stock entitled to vote, unless all the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X - SECTION 1244

The subscriber desires the corporate stock be issued pursuant to Section 1244 of the Internal Revenue Code and to be taxed as a Subchapter S Corporation.

ARTICLE XI - OFFICERS

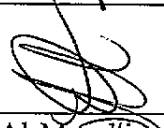
President

Bassem Al-Muashir
1027 Main Street
Windermere, FL 34786

Vice President

Aranka Veres
1027 Main Street
Windermere, FL 34786

IN WITNESS WHEREOF the undersigned as incorporator has executed the foregoing Articles on this 28TH day of JANUARY, 2002

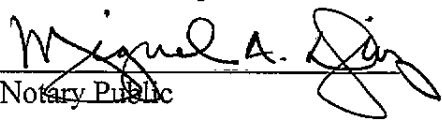


Bassem Al-Muashir Incorporator

STATE OF FLORIDA)

COUNTY OF ORANGE)

Bassem Al-Muashir acknowledged the foregoing instrument before me this, the 28TH day of JANUARY, 2002 on behalf of the corporation. He is personally known to me and did not take an oath.



Notary Public



Miguel A. Diaz
MY COMMISSION # CC738496 EXPIRES
April 30, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named in these Articles of Incorporation as Registered Agent to accept service of process for the above named corporation, at the place designated in Article V, the undersigned accepts the designation as Registered Agent and agrees to act in this capacity and agrees to comply with the provision of Florida law relative to keeping the designated office open.

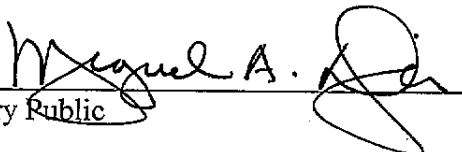

x _____
Bassem Al-Muashir - Registered Agent

STATE OF FLORIDA)

COUNTY OF ORANGE)

FILED
02 FEB -4 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this, the 28TH
day of JANUARY 28, 2002. Bassem Al-Muashir on behalf of the corporation.
He is personally known by me and did not take an oath.



Notary Public



Miguel A. Diaz
MY COMMISSION # CC738496 EXPIRES
April 30, 2002
BONDED THRU TROY FAIN INSURANCE, INC.