

P0300000 1549

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FLORIDA PROFIT CORPORATION OR P.A.

eden food & catering, inc.

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FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

January 6, 2003

EMPIRE

SUBJECT: EDEN FOOD & CATERING, INC.
REF: W03000000249

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

EDEN FOOD & CATERING, INC.

WE, the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida and do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: EDEN FOOD & CATERING, INC., 1716 Harrison Street, Hollywood, Florida 33020.

ARTICLE II

The corporation is organized for the following purposes:

(a) To own and operate a restaurant located at 1716 Harrison Street, Hollywood, Florida 33020 and to take all actions and engage in all activities necessary to carry out the purposes thereof.

(b) To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

(c) To conduct all types of businesses and operations and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in and convey real and personal property without restrictions in this State and in any other of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in any and all foreign countries.

(d) To engage in, render or carry on any service or other business as principal or agent, with powers to let contracts for any such service or product; and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purposes of the Corporation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares at One and 00/100 (\$1.00) Dollar par value each, no pre-emptive rights, non-assessable. Such shares are to consist of one class only.

ARTICLE IV

This corporation is to exist perpetually.

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MARK PERLMAN, P.A.

1820 EAST HALLANDALE BEACH BOULEVARD, HALLANDALE BEACH, FL 33009
TEL: (954) 456-1033 • MIAMI (305) 944-5252 • FAX: (954) 454-5081

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TALLAHASSEE FL 32399
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ARTICLE V

The street address of the principal office of this corporation is 1716 Harrison Street, Hollywood, Florida 33020 and the name of the initial registered agent of this corporation is Mark Perlman, P.A. The corporation may have such other places of business, both within and without the State of Florida, and in foreign countries, as may be necessary or convenient.

ARTICLE VI

The Board of Directors of this corporation shall consist of not less than one (1) member, initially. The number may be increased or diminished from time to time, but shall never be less than one (1) member.

ARTICLE VII

The names and addresses of the members of the first Board of Directors who shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are:

<u>NAME OF OFFICER</u>	<u>TITLE OF OFFICER</u>	<u>ADDRESS</u>
SAM RAFAILOVITC	President, Treasurer	7040 West Palmetto Park Road Boca Raton, Florida 33433
AVRAHAM BETESH	Vice President, Secretary	7730 Lago Del Mar Dr., #603 Boca Raton, FL 33433

ARTICLE VIII

The names and addresses of the subscribers to these Articles of Incorporation, and the number of shares of stock each agrees to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
SAM RAFAILOVITC	7040 West Palmetto Park Road Boca Raton, Florida 33433	425
AVRAHAM BETESH	7730 Lago Del Mar Dr., #603 Boca Raton, FL 33433	75

MARK PERLMAN, P.A.

1820 LAST HALLANDALE BEACH BOULEVARD, HALLANDALE BEACH, FL 33009
TEL (954) 456-1333 • MIAMI (305) 944-9252 • FAX (954) 454-5081

ARTICLE IX

The management and control of the business of the corporation shall be conducted under the direction of the Board of Directors by the following officers who shall be elected by the Board of Directors, to wit: a President, one or more Vice Presidents, a Treasurer and a Secretary, and one or more Assistant Secretaries, provided that any one or more of said officers may be held by the Secretary or Assistant Secretary of the corporation. The Secretary or Assistant Secretary may not also be the President.

ARTICLE X

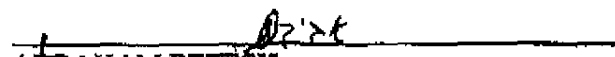
In compliance with Section 48.091, Florida Statutes, the following is submitted: First, that **EDEN FOOD & CATERING, INC.** desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of ~~Hollywood~~ ^{Hallandale}, State of Florida, has named **MARK PERLMAN**, ^{P.A.} located at 1820 E. Hallandale Beach Blvd., City of Hallandale, State of Florida, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


MARK PERLMAN, P.A.

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this 2nd day of January, 2003.


SAM RAFILOVITC


ABRAHAM BETESH

TOTAL P.06

STATE OF FLORIDA)

)SS:

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COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above-named to take acknowledgments, personally appeared SAM RAFALLOVITC and AVRAHAM BETESH to me personally known or who have produced FLORIDA DRIVERS LICENSE as identification and are the person(s) who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above this 2nd day of January, 2003.



NOTARY PUBLIC

My Commission Expires:

MARK PERLMAN
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD161710
EXPIRES 11/3/2008
BONDED THRU 1-000-NOTARY1

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TALLAHASSEE, FLORIDA
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MARK PERLMAN, P.A.

1820 EAST HALLANDALE BEACH BOULEVARD, HALLANDALE BEACH, FL 33009
TEL (954) 456-1333 • MIAMI (305) 944-9252 • FAX (954) 454-0081