

PO3000022483

JOHN & BEATRICE McCANN  
2-BROADMOOR ROAD  
ROTONDA WEST, FL 33047

(Address)

(City/State/Zip/Phone #)

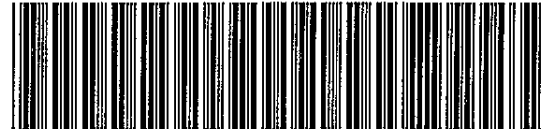
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TALLAHASSEE, FLORIDA

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AUTHORIZATION BY PHONE TO

CORRECT Art. 1

DATE 2-25-03

DOC. EXAM [Signature]

2-25-03  
[Signature]

ARTICLES OF INCORPORATION  
OF  
CAPE HAZE DELI, INC.

FILED  
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TALLAHASSEE, FLORIDA

THESE ARTICLES OF INCORPORATION are hereby adopted by the undersigned incorporator of this corporation for pecuniary profit under the Florida General Corporation Act.

ARTICLE I  
NAME AND LOCATION OF AGENT AND OFFICES

Section 1.1. Name The name of the corporation shall be CAPE HAZE DELI, INC.

Section 1.2 Principal Office and Place of Business. The principal office of the corporation shall be located at 2 Broadmoor Road, Rotonda West, Florida 33947. The corporation may change the location of the foregoing office, transact business at other places within or without the State of Florida, all as the Board of Directors may from time to time determine.

Section 1.3 Registered Agent and Office. The Registered Agent for the corporation to accept service of process within the State of Florida shall be John McCann. The street address of the Registered Agent is 2 Broadmoor Road, Rotonda West, Fl.33947.

ARTICLE II  
DURATION AND COMMENCEMENT

Section 2.1. Duration. The corporation shall have perpetual existence, or until dissolved according to law.

Section 2.2. Commencement of Corporate Existence. The corporation's existence shall commence on the date of the filing hereof by the Department of State.

ARTICLE III  
PURPOSE AND POWERS

Section 3.1. Purpose. The general purpose for which the corporation is initially organized shall be for any purpose a corporation is initially organized shall be for any purpose a corporation can perform under Florida Statutes, and which is not prohibited by law, and to carry out said purpose in any state, territory, district or possession of the United States.

Section 3.2. Powers. The corporation shall have and exercise all of the corporate powers enumerated in or otherwise permitted under the Florida General Corporation Act.

#### ARTICLE IV AUTHORIZED SHARES

Section 4.1. Class, Number and Par. The shares of stock authorized hereunder shall consist of only common stock. The aggregated number of shares of stock which the corporation shall be authorized to issue and have outstanding at any one time shall be limited to one thousand shares at one dollar par value.

Section 4.2. Consideration. The consideration for the issuance of said shares shall be in United States currency, or property or services of value as determined by the Board of Directors of the corporation. Any and all shares issued by the corporation shall be fully paid and nonassessable.

Section 4.3. Plurality Voting. Shareholder voting shall be on a plurality basis. The shareholder of the corporation shall not be entitled to vote their shares cumulatively in elections for the Board of Directors.

#### ARTICLE V GENERAL

Section 5.1. Amendment. The Articles of Incorporation may be amended from time to time by resolution of the Board of Directors or by meeting of the shareholders pursuant to the procedures for amendment established under the Florida General Business Corporation Act. The procedural formalities may be dispensed with upon the written consent of all shareholders and all directors.

Section 5.2. Organization meeting of Directors. After the corporate existence begins, an organization meeting of director named herein shall be

held at the call of the majority, to adopt Bylaws, elect officer, and transact other necessary business.

Section 5.3. Directors. The number of directors constituting the initial Board of Directors shall be one. Said number may be increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and address of the initial member of the Board of Directors, and who shall hold office for the first year of the corporation's existence, or until a successor or successors are duly elected and qualified, or until removal or death, are as follows:

<u>Name</u>	<u>Address</u>
John F. McCann	2 Broadmoor Road Rotonda West, Florida 33947

Section 5.4. Incorporator. The name and address of the Incorporator executing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
John McCann	2 Broadmoor Road Rotonda West, Florida 33947

IN WITNESS WHEREOF, the undersigned executed this instrument the 20th day of FEBRUARY, 2003.

INCORPORATOR:

John F. McCann  
JOHN F. MCCANN

ACCEPTANCE OF REGISTERED AGENT DESIGNATION

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

John F. McCann  
JOHN F. MCCANN

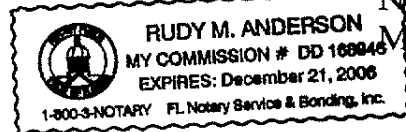
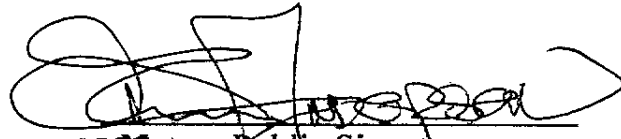
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STATE OF FLORIDA  
COUNTY OF SARASOTA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE FOREGOING INSTRUMENT was acknowledged before me this  
20<sup>th</sup> day of FEBRUARY, 2003, by JOHN F. MCC ANN (✓) who is  
personally known to me or ( ) who have produced \_\_\_\_\_ as  
identification.



Notary Public Signature  
My Commission Expires: