

P03000088250

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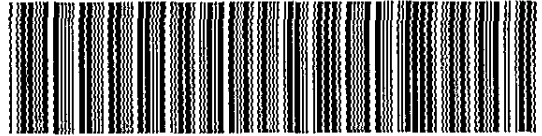
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 AUG 12 PM 2:43

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32315

SUBJECT: BRYAN'S FRESH FOOD SOLUTIONS, INC.
 (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 ☐ \$78.75
Filing Fee Filing Fee,
 & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
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ADDITIONAL COPY REQUIRED

FROM: Bryan B. Branch
 Name (Printed or typed)

P.O. Box 3517
 Address

North Fort Myers, Florida, 33918-3517
 City, State & Zip

239-281-2243
 Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

RECEIVED
03 AUG 11 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 31, 2003

BRYAN B. BRANCH
P.O. BOX 3517
NORTH FORT MYERS, FL 33918-3517

SUBJECT: BRYAN'S FRESH FOOD SOLUTIONS, INC.
Ref. Number: W03000021686

We have received your document for BRYAN'S FRESH FOOD SOLUTIONS, INC.. However, the document has not been filed and is being returned for the following:

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 203A00044294

**ARTICLES OF INCORPORATION OF
BRYAN'S FRESH FOOD SOLUTIONS, INC.**

ARTICLE I NAME

The Name of this Corporation shall be *BRYAN'S FRESH FOOD SOLUTIONS, INC.*

ARTICLE II COMMENCEMENT AND DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III PURPOSE

This Corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

ARTICLE IV CAPITAL STOCK

This Corporation shall have the authority to issue *500 shares* of Common Stock, with a par value of *\$ 1.00 per share* of common stock.

ARTICLE V PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this Corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this Corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this Corporation at its registered office address, and open for acceptance by this Corporation for a period of fifteen (15) days from the date of mailing. If this Corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this Corporation shall have the right to purchase any shares of the capital stock of this Corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this Corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions
Imposed By This Corporation's Articles of Incorporation, A Copy
Of Which Is on File at This Corporation's Principal Office"

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TALLAHASSEE, FLORIDA

ARTICLE VII INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be ONE. The number of directors may be increased or decreased from time to time, as provided in this corporation's By-Laws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board of Directors are:

*Bryan B. Branch
P. O. Box 3517
North Fort Myers, Florida, 33918-3517*

ARTICLE VIII INDEMNIFICATION

This Corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX PRINCIPAL OFFICE AND INITIAL REGISTERED OFFICE AND AGENT

The address of this corporation's principal office, and the address of this corporation's initial registered office shall be

*P. O. Box 3517
North Fort Myers, Florida, 33918-3517*

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

*Bryan B. Branch
16850 Tarpon Way
North Fort Myers, Florida, 33917*

ARTICLE X INCORPORATOR

The name and address of the individual who will serve as this corporation's incorporator is:

*Bryan B. Branch
P. O. Box 3517
North Fort Myers, Florida, 33918-3517*

ARTICLE XI AMENDMENT

This Corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

DATE: 8-6-03 Bryan B Branch Bryan B. Branch, Incorporator

DATE: 8-6-03 Bryan B Branch Bryan B. Branch, Registered Agent

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 AUG 11 PM 2:53