

P04000119173

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000167573 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

2004 AUG 17 P 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FLORIDA PROFIT CORPORATION OR P.A.

the cheese market discover a new world of taste, inc

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

D. WHITE AUG 17 2004



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 17, 2004

EMPIRE

SUBJECT: THE CHEESE MARKET DISCOVER A NEW WORLD OF TASTE, INC.
REF: W04000031222

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filings Section

FAX Aud. #: H04000167573
Letter Number: 804A00050560

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

H04000167573

FILED

ARTICLES OF INCORPORATION

OF

THE CHEESE MARKET DISCOVER A NEW WORLD OF TASTE, INC.

2004 AUG 17 P 1:01

THE UNDERSIGNED SUBSCRIBER (INCORPORATOR) to these Articles of

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Incorporation, desiring to organize a corporation for the purposes hereinafter stated, pursuant to the Laws of the State of Florida, hereby certifies as follows:

ARTICLE I - NAME

The name of this corporation is THE CHEESE MARKET DISCOVER A NEW WORLD OF TASTE, INC.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the Laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of One (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

This instrument was prepared by:
Ira S. Silver, Esq.
Florida Bar #222351nd
108 S. Miami Avenue, 2 Floor
Miami, FL 33130

H04000167573

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation is 3409 Main Highway, Coconut Grove, FL 33133. The name of the initial registered agent is Massimo Cannavo, 3409 Main Highway, Coconut Grove, FL 33133.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial directors of this corporation is:

Massimo Cannavo
President

3409 Main Highway
Coconut Grove, FL 33133

ARTICLE VIII - INCORPORATORS

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

Massimo Cannavo
President

3409 Main Highway
Coconut Grove, FL 33133

ARTICLES IX - POWERS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE XII - SHAREHOLDER AGREEMENT

The shareholders of this corporation may at any time from time to time enter into shareholder agreements not inconsistent with the

powers of authority conferred by law, but including provisions which by law is required to be permitted to be set forth in the by-laws of the corporation.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, any right conferred upon the shareholders subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 16 day of August, 2004.



Massimo Cannavo

STATE OF FLORIDA)
)
COUNTY OF Miami-Dade)

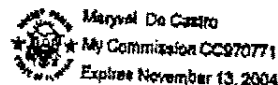
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Massimo Cannavo, to me well known to be the person who executed the foregoing Article of Incorporation, and he acknowledged to me that he executed the same for the purposes herein stated.

SWORN TO AND SUBSCRIBED before me this 16 day of August, 2004.

My Commission Expires:



NOTARY PUBLIC

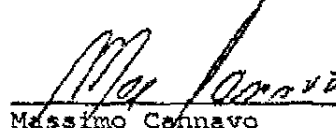


TOTAL P.06

H04000167573

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept services of process for the above styled corporation, at place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


Massimo Cannavo
REGISTERED AGENT

[corp/The Cheese Market]

FILED

2004 AUG 17 P 1:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H04000167573