# P0700018739

Michelle M. Venereo  — Crownet On Call Inc.  14700 Surbet Lane  5.W. Ranches 71.33330	500086280885
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#### ARTICLES OF INCORPORATION

OF

GOURMET ON-CALL, INC.

07 FEB -5 AM II: 13
SECKETARY OF STATE
TALLANAS' EE, FLORIDA

## ARTICLE I

The name of this corporation ("Corporation") is: GOURMET ON-CALL, INC.

## ARTICLE II DURATION

This corporation shall exist perpetually, commencing on the date of filing of these Articles.

# ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

# ARTICLE IV INITIAL PRINCIPAL OFFICE

The street and mailing address of the corporation's initial principal office is:

14700 Sunset Lane Southwest Ranches, FL 33330

#### ARTICLE V SHARES

The total number of shares which the corporation shall have authority to issue is 1,000 shares with a par value of \$0.10 per share.

#### ARTICLE VI PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash 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.

### ARTICLE VII REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

MICHELLE M. VENEREO 14700 Sunset Lane Southwest Ranches, FL 33330

# ARTICLE VIII DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the bylaws. The initial directors shall be:

MICHELLE M. VENEREO 14700 Sunset Lane Southwest Ranches, FL 33330

#### ARTICLE IX LIABILITY OF DIRECTORS

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To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## ARTICLE X OTHER PROVISIONS

<u>Director or Officer Interest.</u> In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

# ARTICLE XI INCORPORATORS

The names and residence address of the incorporator is:

MICHELLE M. VENEREO
14700 Sunset Lane
Southwest Ranches, FL 33330

Date: 1 26 0 7

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Michelle M. Veneteo

Date