

NOV. 14. 2008

8:34 AM

CJYC

NO. 455

P. 1

P08000101843

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.**

(((H08000256404 3)))



H080002564043ABCS

**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) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850) 521-1000  
Fax Number : (850) 558-1575

Heather K2908

RECEIVED  
TALLAHASSEE, FLORIDA

2008 NOV 14 AM 10:52

FILED

FLORIDA PROFIT/NON PROFIT CORPORATION

ME AND MY CHEF, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

RECEIVED  
VISION OF CORPORATION

08 NOV 14 PM 12:03

RECEIVED

Electronic Filing Menu

Corporate Filing Menu

Help

**ME AND MY CHEF, INC.****ARTICLES OF INCORPORATION**

The undersigned individual does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit pursuant the provisions of the Florida Business Corporation Act (the "Act").

FIRST: The name of the corporation (which is hereafter called the "Corporation") is:

Me and My Chef, Inc.

SECOND: The street address of the principal office of the Corporation is 240 Aviation Drive North, Suite 200, Naples, Florida 34104. The mailing address of the Corporation is 240 Aviation Drive North, Suite 200, Naples, Florida 34104.

THIRD: The total authorized capital stock of the Corporation is Ten Thousand (10,000) shares, consisting of Five Thousand (5,000) shares of Class A Common Stock without par value and Five Thousand (5,000) shares of Class B Common Stock without par value.

The Class A Common Stock and the Class B Common Stock are identical in all respects, except as follows: The holders of the Class B Common Stock shall have no voting rights, powers, or privileges for any purposes, except as otherwise required by law; and the holders of the Class A Common Stock, to the exclusion of the holders of the Class B Common Stock, shall have all voting rights, powers, and privileges as stockholders of the Corporation.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is 240 Aviation Drive North, Suite 200, Naples, Florida 34104. The name of the initial registered agent of the corporation at the said registered office is C. David Sherrill. The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and address of the incorporator are as follows:

Robert M. Ercole, Esquire  
One South Street, 27th Floor  
Baltimore, Maryland 21202-3201

SIXTH: The number of directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the bylaws of the Corporation but which shall never be less than the number required by the Act, as amended. The names of the initial directors, each of whom shall act until the first annual meeting and until his or her successor is elected and qualified, are:

C. David Sherrill  
240 Aviation Drive North, Suite 200  
Naples, Florida 34104

FILED  
2008 NOV 14 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Lorraine Sherrill  
240 Aviation Drive North, Suite 200  
Naples, Florida 34104

Saloman Montezinos  
7567 Berkshire Pines Drive  
Naples, Florida 34104

Richard F. Garfano  
6475 Glen Eagle Way  
Naples, Florida 34120

SEVENTH: The purposes for which the Corporation is formed are as follows: to conduct and engage in such lawful trades, businesses, and activities for which corporations may be organized under the Act and as the board of directors may from time to time determine; and the Corporation shall have all of the general powers granted by law to corporations organized under the laws of the State of Florida and all other powers necessary or appropriate to such purposes not specifically prohibited by law.

EIGHTH: The Corporation shall, to the fullest extent permitted by the provisions of the Act, as amended, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such person.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this 14th day of November, 2008, acknowledging the same to be his act.

  
Robert M. Ercole

Having been named as registered agent and to accept process for the above-named corporation at the place designated in these Articles of Incorporation, 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.

  
Name: C. David Sherrill