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Florida Department of State  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
ORCHARD DIET, INC.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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Help

ARTICLES OF INCORPORATION  
OF  
ORCHARD DIET, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the State of Florida.

ARTICLE I

The name of the corporation is ORCHARD DIET, INC.

ARTICLE II  
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purposes of Food Delivery and any other business.

ARTICLE IV  
CAPITAL STOCK

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

Prepared by Colin Robinson  
ROBINSON & COMPANY  
17800 NW 27TH AVE, MIAMI, FL 33056. PHONE: (305) 621-7555/6579

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#### ARTICLE V

The name of the initial registered agent of this corporation is JASMINE SANG. The street address of the initial registered office of the corporation in the State of Florida is 2450 CAMEO BLVD PORT ST. LUCIE, FL 34953.

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) initial director(s). The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial Director are:

JASMINE SANG

2450 CAMEO BLVD  
PORT ST. LUCIE, FL 34953

#### ARTICLE VII INCORPORATION

The name and address of the incorporator of these articles of Incorporation is JASMINE SANG of 2450 CAMEO BLVD PORT ST. LUCIE, FL 34953.

#### ARTICLE VIII

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### BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

### ARTICLE IX INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

### ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 27<sup>th</sup> day of January 2021.

  
JASMINE SANG


STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared JASMINE SANG known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 27<sup>th</sup> day of January 2021.



  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires: 4. 13, 2021

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Sections 48.091 and 607.034, Florida Statutes the following is submitted:

FIRST that ORCHARD DIET, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 2450 CAMEO BLVD. PORT ST. LUCIE, FLORIDA 34953, has named JASMINE SANG of 2450 CAMEO BLVD. PORT ST. LUCIE, FLORIDA 34953, as its agent to accept service of process within Florida.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated this 8th day of January, 2021.

BY   
JASMINE SANG  
Registered Agent

CONSENT TO ACTION TAKEN IN LIEU OF PRE-ORGANIZATION MEETING

OF

ORCHARD DIET, INC.

The undersigned being the incorporators of the corporation consent to and ratify the action taken to organize the corporation as follows:

The Certificate of Incorporation filed on \_\_\_\_\_ with the Secretary of State of Florida was approved and inserted in the book of this corporation.

The persons whose names appear below were appointed directors of the corporation to serve for a period of one year until their successors are appointed or elected and shall qualify:

JASMINE SANG

The person(s) whose names appear below were appointed officers of the corporation to serve for a period of one year and until their successors are appointed or elected and shall qualify:

| Office         | Name         |
|----------------|--------------|
| President      | JASMINE SANG |
| Vice-President | JASMINE SANG |
| Secretary      | JASMINE SANG |
| Treasury       | JASMINE SANG |

By-Laws regulating the conduct of business and affairs of the corporation as prepared by counsel or the corporation were adopted and.

The seal, an impression of which appears in the margin of this consent was adopted as the corporate seal of the corporation, and the specimen of certificates for shares in the form exhibited and inserted in the record book was adopted as the corporate certificate.

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provided the President of the corporation instructs the Secretary in writing to insert as a appendix to this consent a copy of such resolutions, which shall thereupon be deemed to have

The corporation shall elect to be taxed as a "small business corporation" for income tax purposes under the provision of section 1372 of the Internal Revenue Code and the proper officers of the corporation be and they hereby authorized and directed to evidence such election by completing and filing Form 2553 of the United States Treasury Department, Internal Revenue Service.

Executed by the undersigned as first directors of ORCHARD DIET, INC. on the date indicated below:

Name of Director

Date of Execution

  
JASMINE SANG

1-27-21

#### SUBCHAPTER S ELECTION RESOLUTION

RESOLVED, that the corporation elects to become a small business concern under Subchapter S of the Internal Revenue Service Center in Atlanta, Georgia and that the President of the Corporation is authorized to execute said election form, which shall be also executed by all of the Stockholders of the corporation evidencing their consent to the said election

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