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TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: V & L MEATS, INC.

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ARTICLE I OF INCORPORATION

OF

V & L MEATS, INC.

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, and under the statute of the State of Florida, providing for the information, rights, privileges, immunities and liabilities of incorporating for profit, it is:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

V & L MEATS, INC.

ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is SIXTY shares of common stocks, and which common stock shall be of no par value.

ARTICLE IV

The pledge, sales transfer or the other disposition of the capital stock may be governed and restricted by the by-laws or written agreement amongst the stockholders which shall be on file in the office of the corporation so named in Article VII herein. The By-laws may provide for cumulative voting by stockholders at all elections of the directors of the corporation.

ORLANDO ARJONA, P.A.
4315 N. W. 7th St. Suite 39
MIAMI, FLORIDA 33126
305-261-3225

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ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address and principal offices of the corporation in the state of Florida shall be 1034 WEST ATLANTIC BOULEVARD, DELRAY BEACH, FLORIDA 33444

The Board of Directors may at any time move the principal offices to any other address within the State of Florida.

The registered agent is: LEONARDO VARELA

Address: 1034 WEST ATLANTIC BOULEVARD, DELRAY BEACH, FL. 33444

ARTICLE VIII

The business of the corporation shall be managed by a Board of directors consisting of not less than two (2) nor more than five (5) directors. A quorum for the holding of a meeting of the Board of directors, and for the transfer of any business property carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But, the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as T

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Though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee".

ARTICLE IX

The name and post office address of the members of the first Board of Directors and state of corporate officers are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LEONARDO VARELA	President/	1034 W. ATLANTIC BLVD. DELRAY BEACH, FLORIDA
LOURDES VARELA	Secretary/ Treasurer	1034 W. ATLANTIC BLVD. DELRAY BEACH, FLORIDA

ARTICLE X

The names and post office address of the subscribers of the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CASH VALUE</u>
LEONARDO VARELA	1034 W. ATL. BLVD. DELRAY BEACH, FL.	30/NO PAR VALUE	NOT LESS THAN \$250.00
LOURDES VARELA	1034 W. ATL. BLVD. DELRAY BEACH, FL.	30/NO PAR VALUE	NOT LESS THAN \$250.00

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ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under §1244 of the Internal Revenue Code in order for the stock holders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this 4th day of JANUARY, 1995

Leonardo Varela
LEONARDO VARELA

Lourdes Varela
LOURDES VARELA

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to take acknowledgments and administer oaths in the State of Florida, LEONARDO VARELA and LOURDES VARELA, known to be the persons described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS: My hand and official seal this 4th day of JANUARY, 1995 at Miami, County of Dade, State of Florida.

Notary Public
NOTARY PUBLIC, at Large

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. JAN. 24, 1998
BONDED NEW GENERAL INS. CO.

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STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process within this state, naming agent upon whom process may be served and names and addresses of the officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes: V & L MEATS, INC., a domestic corporation organized (or Organizing) under the laws of the State of Florida with its principal office at 1034 W. ATLANTIC BLVD. in the city of DELRAY BEACH, county of PALM BEACH, the state of FLORIDA, has named LEONARDO VARELA located at 1034 W. ATLANTIC BLVD., DELRAY BEACH, FLORIDA 33444 as its agent to accept service of process within this state.

OFFICERS:

LEONARDO VARELA

President

LOURDES VARELA

Secretary/Treasurer

DIRECTORS:

LEONARDO VARELA

LOURDES VARELA

BY:

Leonardo Varela
LEONARDO VARELA

LOURDES VARELA
LOURDES VARELA

ACCEPTANCE:

I agree as registered Agent to accept Service of Process: to keep office the office open during prescribed hours; to post my name (and any other officer of said Professional Association authorized to accept service of process at the above foregoing Florida designated address) In some conspicuous place in office as required by law.

Leonardo Varela
LEONARDO VARELA, Registered Agent

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