

Stephen M. Will

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December 7, 1994

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Division of Corporation
Secretary of State
P. O. Box 1004
Tallahassee, FL 32399

Re DLD Services, Inc

Dear Sir or Madam,

Enclosed are the articles of incorporation for DLD Services, Inc. I am also enclosing a check for \$70.00 for the filing fees. If you have any questions, please let me know.

Sincerely,

Stephen M. Will

Stephen M. Will

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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 12, 1994

STEPHEN M. WITT
P.O. BOX 2064
LAKE CITY, FL 32056-2064

SUBJECT: DLD SERVICES, INC.
Ref. Number: W94000026383

We have received your document for DLD SERVICES, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kanut Khosla
Corporate Specialist

Letter Number: 494A00052635

ARTICLES OF INCORPORATION
FOR
DLD SERVICES, INC.

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STATE
OF FLORIDA

ARTICLE I

The name of the corporation is DLD SERVICES, INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

1. To engage in business of food service.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is ONE HUNDRED (100). Such shares shall be of a single class and have a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V

The street address and mailing address of the initial registered office of the corporation is Route 13 Box 1083, Lake City, Florida 32055 and the name of its initial

registered agent at such address is DARWIN L. DELAND.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is three (3). The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of each person, who is to serve as a member of the initial board of directors is:

DARWIN LEE DELAND Rt. 3 Box 114, Lake City, FL 32055

LISA JANET DELAND Rt. 3 Box 114, Lake City, FL 32055

MARVIN ANDERSON P. O. Box 7206, Lake City, FL 32056

ARTICLE VII

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at market value thereof, a prorata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock or the corporation authorized by the articles of incorporation was originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is

attached or pertinent any warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock for any class or classes.

ARTICLE VIII

A majority of the shares of the corporation, entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

ARTICLE IX

A majority of the directors shall constitute a quorum for a meeting of the directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of any interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the board of directors.

ARTICLE X

The shareholder of this corporation shall not be entitled to remove without cause any director from office during his term.

ARTICLE XI

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XII

Dividends may be paid to shareholders, only out of the unreserved and unrestricted earned surplus of the corporation.

ARTICLE XIII

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, if he or she acted in good faith or in a manner he or she reasonably believed to be in or not opposed to the best interest of the corporation, unless there is gross negligence or willful misconduct.

ARTICLE XIV

Shares of stock in this corporation shall not be transferred or sold until the sale or transfer has been reported to and approved by the board of directors, by unanimous approval.

ARTICLE XV

No stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the stockholder; shall be sent by registered or certified mail to the corporation at its principal place of business and shall remain open for acceptance by the corporation for a period of sixty (60) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory

arrangements for purchase of such shares, the stockholder shall have the right to dispose of his or her shares as he or she may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately prior to his or her death on the terms set forth above.

ARTICLE XVI

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders exclusively.

ARTICLE XVII

The name and address of each incorporator is:

DARWIN LEE DELAND, Rt. 3 Box 114, Lake City, FL 32055

On this 5th day of ^{January} November, 199~~8~~⁵.


DARWIN LEE DELAND

STATE OF FLORIDA
COUNTY OF COLUMBIA

I HEREBY CERTIFY that on this day, before, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, DARWIN LEE DELAND, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 5 day of November, 199~~8~~⁵.


NOTARY PUBLIC

My commission expires: SEP 19, 1996

MIKELE A. NUNNELEE
Notary Public - State of Florida
My Commission Expires SEP 19, 1996
COMM. # CC 230443

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