

P95000014913

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

500001412565  
-02/22/95--01039--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: What's Cooking America, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM:

Todd Nadrich

Name (printed or typed)

16770 Lakeview Ct.

Address

Ft. Lauderdale Fl. 33324

City, State & Zip

305-349-9564

Daytime Telephone number

I called + told  
Todd Nadrich about  
FOI 777 and he  
wanted to go ahead  
and file this corporation  
BR 2/22/95

FILED  
95 FEB 21 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

## ARTICLES OF INCORPORATION

FILED  
95 FEB 21 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be: *What's Cooking America, Inc.*

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*1304 SW 160th Ave.  
Suite 326  
Sunrise, FL 33326*

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

*100 shares*

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

*Todd Nadrich  
16770 Lakeview Ct.  
Ft Lauderdale, FL 33326*

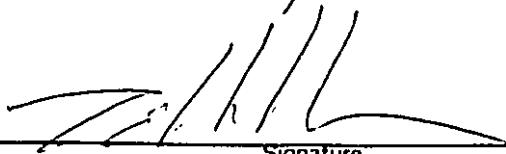
**ARTICLE V INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Todd Nadrich  
16770 Lakeview Ct.  
Ft. Lauderdale, Fl. 33326

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

18 day of February, 19 95.



Signature

Signature

Signature

**Articles of Incorporation  
Filing Fee - \$35**

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

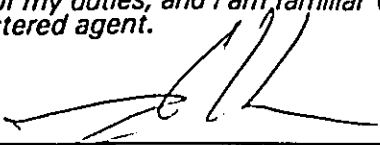
1. The name of the corporation is: What's Cooking America Inc.

2. The name and address of the registered agent and office is:

Todd Nadrich  
(Name)  
16770 Lakeview Ct.  
(P.O. Box not acceptable)  
Ft. Lauderdale, Fl. 33326  
(City/State/Zip)

FILED  
95 FEB 21 PM 1:52  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

*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.*

  
(Signature)

2/18/95  
(Date)

P950000149/3

If anything further is required please

Contact Todd Nadrich

16770 Lakeview Ct  
Ft. Lauderdale FL 33326  
(954) 384 7289

900001811129  
-05/07/96--01087--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Mrs. Todd Nadrich,  
Gave the OK. to  
correct name &  
add the date of  
Incorporation.  
5/14/96  
DC

FILED  
96 MAY -6 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Volun: Issued  
5/14/96  
DC

## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: What's Cooking America,  
Inc.

SECOND: The articles of incorporation were filed on: 02/21/95

THIRD: (CHECK ONE)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 30 day of April, 1996.

Signature

Todd Nadrick President

(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Todd Nadrick

(Typed or printed name)

President

(Title)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 MAY -6 PM 1:14

FILED