

P95000023416

SCIARRETTA & SCHNER, P.A.
ATTORNEYS AT LAW
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

LARRY H. SCHNER
KAREN M. SCIARRETTA
STEVEN A. SCIARRETTA
J.D., M. IN TAXATION

ONE LINCOLN PLACE
1900 Glades Road, Suite 355
Boca Raton, Florida 33431
TELEPHONE: (407) 368-6266
TOLL FREE: (800) 545-8454
TELEFAX: (407) 368-8502

Business and Taxation Planning
Civil and Commercial Litigation
Condominium and Homeowners Assoc.
Probate Administration
Trusts and Estate Planning

VIA EXPRESS MAIL

March 20, 1995

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

RECEIVED
MAR 21 1995
TALLAHASSEE, FLORIDA

RE: AUSTIN'S MARKET & DELI, INC.

Dear Sir/Madam:

Enclosed you will find a check in the amount \$122.50 as payment for all initial fees due in order to create and certify the above referenced corporation.

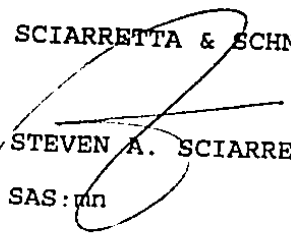
Also, enclosed you will find one original and one photocopy of the fully executed of Articles of Incorporation for AUSTIN'S MARKET & DELI, INC..

Please return a certified copy of the Articles of Incorporation, once filed, to me at our address set forth above. A pre-paid Federal Express return envelope has been enclosed for your convenience.

Should you have any further questions or comments as regards this matter, please do not hesitate to contact me at my toll-free telephone number 1-800-545-8454.

Sincerely,

SCIARRETTA & SCHNER, P.A.


STEVEN A. SCIARRETTA, ESQ.

SAS:mn

ME-23

FILED
95 MAR 21 PM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is AUSTIN'S MARKET & DELI, INC.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

1900 Glades Road
Suite 355
Boca Raton, Florida 33431

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 of no par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1900 Glades Road, Suite 355, Boca Raton, Florida 33431 and the name of the initial registered agent of this corporation at that address is Steven A. Sciarretta, Esquire.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall initially have one (1) Director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the corporation. The name and address of the initial Director is:

Steven A. Sciarretta, Esquire
1900 Glades Road
Suite 355
Boca Raton, Florida 33431

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Steven A. Sciarretta, Esquire
1900 Glades Road
Suite 355
Boca Raton, FL 33431

FILED
MAR 21 1985
TALLAHASSEE, FLORIDA

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

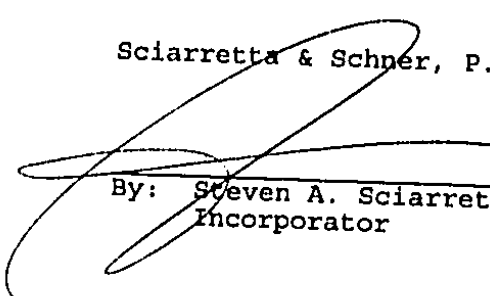
ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated this 10 day of March, 1985.

Sciarretta & Schner, P.A.


By: Steven A. Sciarretta, Esquire,
Incorporator

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Steven A. Sciarretta, Esquire, desiring to organize or qualify under the laws of the State of Florida, has named Steven A. Sciarretta, Esquire, located at 1900 Glades Road, Suite 355, Boca Raton, Florida 33431, as its agent to accept service of process within Florida.

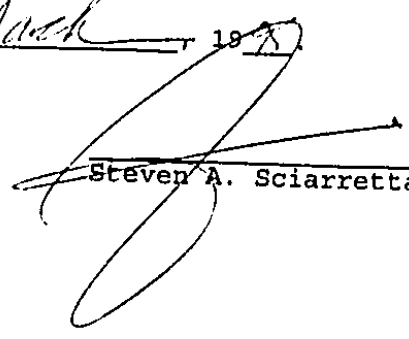
Dated this 20 day of March, 1988.



Steven A. Sciarretta, Esquire
Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 20 day of March, 1988.



Steven A. Sciarretta, Esquire

MINUTES OF THE FIRST MEETING OF THE INCORPORATOR
OF
AUSTIN'S MARKET & DELI, INC.

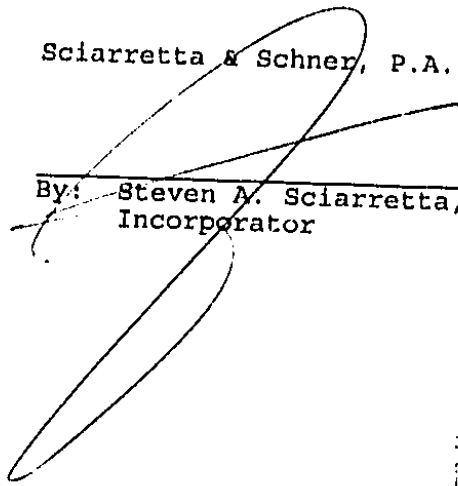
The first meeting of the Incorporator of AUSTIN'S MARKET & DELI, INC., a corporation formed under the laws of the State of Florida, was held at 1900 Glades Road, Suite 355, Boca Raton, Florida 33431 on March 20, 1995 at 3:00 p.m.

Present was Steven A. Sciarretta, Esquire, the sole Incorporator to the Articles of Incorporation.

The Incorporator stated that the Articles of Incorporation filed with the office of the Secretary of State on March 20, 1995, was subscribed at the request of Patricia Mahmood and therefore all of the Incorporator's right, title and interest in the corporation was thereupon assigned by Steven A. Sciarretta, Esquire, the subscriber to Patricia Mahmood. A true copy of the Assignment of Incorporator's Interest is appended hereto.

March 20, 1995.

Sciarretta & Schner, P.A.

By:  Steven A. Sciarretta, Esquire,
Incorporator

FILED
95 MAR 21 11 10 45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

H96000012185

①

APPLICATION FOR REINSTATEMENT FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State DIVISION OF CORPORATIONS		SECRETARY OF STATE TALLAHASSEE, FLORIDA	
Read instruction on Other Side Before Making Entries Make Check Payable To: <i>Department of State</i>			
1. Name and Mailing Address of Corporation: DOCUMENT # P99000023416 Austin's Market & Deli, Inc. 19775 Hampton Drive Boca Raton, FL 33434		2. If Address in Block 1 is incorrect in any way, enter the correct address below: Address _____ City and State _____ Zip Code _____ 3. If principal Office Address is different from mailing address, enter address below: Address _____ City and State _____ Zip Code _____	
4. Date incorporated or Qualified To Do Business in Florida March 21, 1995	5. FEE Number 65-0568260	FEE Number Applied For _____ FEE Number Not Applicable _____	6. \$8.75 Additional Fee required for a Certificate of Status <input type="checkbox"/> CERTIFICATE OF STATUS DENIED <input type="checkbox"/>
7. Name and Street Address of Each Officer and/or Director (Florida nonprofit corporations must have at least 3 directors)			
1 Title(s)	2 Name of Officer and/or Director	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
Director	Patricia Mahmood	19775 Hampton Drive, Boca Raton FL 33434	
Director			
Director			
Director			
REGISTERED AGENT INFORMATION 8. Name and Address of Current Registered Agent		9. If changed, new registered agent/office Name Patricia Mahmood Street Address (Do NOT Use P.O. Box Number) 19775 Hampton Drive Street Address (Do NOT Use P.O. Box Number) _____ City Boca Raton State FL Zip 33434	
Steven A. Sclarotta 1900 Glades Road, Suite 355 Boca Raton, FL 33431			
10. I, Being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0305 F.S. Signature of Registered agent by L. A. Ukiarte as Attorney-in-fact Date 8/30/96 REGISTERED AGENT INFORMATION			
11. If this corporation is a non-profit with I.R.S. 501(c)(3) tax exempt status, check this box <input type="checkbox"/>			
12. Does this corporation pay any intangible tax to the Department of Revenue under S. 199.032, Florida Statutes. YES <input checked="" type="checkbox"/> NO <input type="checkbox"/>			
13. I certify that I am an officer or director or President or trustee empowered to execute this application as provided for in chapter 607 or 617 P.S. I further certify that when filing this reinstatement application the reason for disqualification has been eliminated, the corporate name satisfies the requirements of section 607.0304 or 617.0304, F.S. and that all fees owed by the corporation have been paid. The information furnished on this application is true and accurate, and my signature shall have the same legal effect as if made under oath. Signature of Officer or Director Patricia Mahmood as Attorney-in-fact Date 8/30/96 Daytime Phone 841-674-8482 Typed or printed name of signing officer or director Patricia Mahmood			

REINSTATEMENT

96
SEC 8-30-96

H96000012185

#P95000023416

(2)

8/30/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:02 PM

((H96000012185 0))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000
FROM: CORPORATE CREATIONS INTERNATIONAL, INC. ACCT#: 073171003004
CONTACT: JOSEPH C RODRIGUEZ
PHONE: (305)672-0686 FAX #: (305)672-9110
NAME: AUSTIN'S MARKET & DELI, INC.
AUDIT NUMBER.....H96000012185
DOC TYPE.....CORPORATION REINSTATEMENT
CERT. OF STATUS..0 PAGES..... 2
CERT. COPIES.....0 DEL. METHOD.. FAX
EST. CHARGE.. \$375.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

RECEIVED
96 AUG 30 PM 12:47
DIVISION OF CORPORATIONS