

P95000026256
KATHLEEN H. WATKINS
ATTORNEY AT LAW

March 27, 1995

P.O. BOX 901629
30 N. KROME AVENUE
HOMESTEAD, FLORIDA 33090-1629
ZIP FOR FED. EX. 33030

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

FILED
95 MAR 30 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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***+122.50 ***+122.50

RE: A TASTE OF LOTS OF LOX, INC.

Dear Sir:

Enclosed please find original and one copy of Articles of Incorporation of A Taste of Lots of Lox, Inc for filing with your office. Also enclosed please find my check in the amount of \$122.50 which check represents filing fee in the amount of \$35.00, Registered Agent fee in the amount of \$35.00 and \$52.50 for a certified copy.

Also enclosed please find Certificate of Designation Registered Agent/Registered Office for service of process within the State of Florida, naming agent upon whom process may be served for filing with your office.

I am also enclosing self-addressed, stamped envelope for returning the certified copy of the Articles of Incorporation to my office.

Cordially,

Kathleen Watkins

(Mrs.) Kathleen H. Watkins

KHW/car

Enclosures

4/3/95

ARTICLES OF INCORPORATION
OF
A TASTE OF LOTS OF LOX, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned do hereby make, subscribe and acknowledge
and file these Articles of Incorporation under the laws
of the State of Florida.

ARTICLE I

The name of the corporation is A TASTE OF LOTS OF LOX,
INC.

ARTICLE II

The general nature of the business to be transacted
by this corporation is to engage in any and all business
permitted under the laws of the State of Florida.

ARTICLE III

The capital stock of this corporation shall consist
of Five Hundred (500) shares of common stock at \$1.00 per
share par value.

ARTICLE IV

Except as otherwise provided by law, the entire voting
power for the election of directors and for all other purposes
shall be vested exclusively in the holders of the outstanding
common shares.

ARTICLE V

The street address of the initial registered office
of the corporation is 830 North Krome Avenue, Homestead,
Florida 33030 and the name of its initial registered agent

at such address is KATHLEEN H. WATKINS. The principal office of the corporation shall be 9465 S. Dixie Highway, Store #50, Miami, FL 33156, and this address is also the mailing address of said corporation.

ARTICLE VI

This corporation shall have three (3) directors initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one (1) nor more than five (5). The names and addresses of the initial directors of this corporation are:

David Goodrich	9465 S. Dixie Highway Store #50 Miami, FL 33156
Lillian Goodrich	9465 S. Dixie Highway Store #50 Miami, FL 33156
Laura Cuevas	3333 Forrest Drive Hollywood, FL 33021

ARTICLE VII

The initial officers of this corporation shall be as follows:

David Goodrich	President
Laura Cuevas	Vice President
Lillian Goodrich	Secretary and Treasurer

ARTICLE VIII

The names and addresses of the persons executing these Articles of Incorporation are:

David Goodrich	9465 S. Dixie Highway Store #50 Miami, FL 33156
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Lillian Goodrich

9465 S. Dixie Highway
Miami, FL 33156

Laura Cuevas

3333 Forrest Drive
Hollywood, FL 33021

ARTICLE IX

The power to adopt, alter or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X

STOCK

The names and post office addresses of the subscribers to these Articles of Incorporation and the number of shares of stock of this corporation which each agree to take are as follows:

David and Lillian Goodrich	255 shares
Laura Cuevas	24 1/2 shares

The proceeds of stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE XI

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and the creating, dividing, limiting and regulating of the powers of the corporation, its stockholders and directors are hereby adopted as part of the Articles of Incorporation:

a. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation or any of them shall be open to the inspection of the stockholders and no stockholder

shall have any right to inspect any account or document of the corporation, except as conferred by a statute or authorization by the Board of Directors.

b. No person shall be required to own or hold common stock in the corporation as a condition precedent to holding an office in the corporation.

c. The directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security upon the issue of certificates therefore.

d. Preemptive Rights: When the Board of Directors determine to increase the common stock authorization to be issued pursuant to these Articles of Incorporation, and any further increase of same, or any portion thereof, said stock shall first be offered, at part, prorata to the common stockholders in relation to their present holdings who may desire to subscribe for such stock.

ARTICLE XII

Special meetings of the shareholders may be called as set forth in the By-Laws of this corporation.

ARTICLE XIII

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

IN WITNESS WHEREOF, the undersigned subscribers have
executed the Articles of Incorporation this 24th day of
March, 1995.

David O Goodrich
DAVID GOODRICH

Lillian Goodrich
LILLIAN GOODRICH

Laura Cuevas
LAURA CUEVAS

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a Notary Public, in and for the County and
State last aforesaid, personally appeared DAVID GOODRICH,
LILLIAN GOODRICH and LAURA CEUVAS, who are personally known
to me or who have provided personally known as identification,
and acknowledged the execution of the foregoing Articles
of Incorporation.

WITNESS my hand and official seal this 24th day
of March, 1995.

Barbara A. Willett
NOTARY PUBLIC

My Commission Expires:

BARBARA A. WILLETT
Printed Notary Name



BARBARA A. WILLETT
MY COMMISSION # CC 137470 EXPIRES
AUGUST 19, 1995
BONDED THRU TROY FARM INSURANCE, INC

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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 A TASTE OF LOTS OF LOX, INC.
2. The name and address of the Registered Agent and office is:

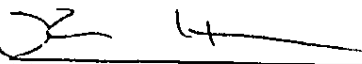
KATHLEEN H. WATKINS
830 N. Rome Avenue
Homestead, FL 33030


DAVID GOODRICH, President

DATE: 3-24-95

FILED
95 MAR 30 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 do 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.


KATHLEEN H. WATKINS

DATE: 3-27-95