

PC500002719

RECEIVED
STATE OF FLORIDA
MARCH 5 AM 7:58

Mark L. Argent, PA
(Registered Agent)
2021 E. Commercial Blvd
(Add on)
#304
(City, State, Zip) (Phone #)
H. Lauderdale, FL 33308

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Mini-Soaps, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

015-6742
0678
0502
3/21/95 0607
75



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

March 21, 1995

BARK L. ANGERT PA
2021 E. COMMERCIAL BLVD. STE. 304
FORT LAUDERDALE, FL 33308

SUBJECT: MINI-SNACS, INC.
Ref. Number: W95000006212

We have received your document for MINI-SNACS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 395A00012565

ARTICLES OF INCORPORATION
OF

MINI-SNACS DIST., INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be MINI-SNACS DIST., INC., and the principal office of this corporation shall be 2001 N.W. 15th Avenue, Pompano Beach, Florida 33069 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock having One (\$1.00) Dollar par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be 2001 N.W. 15th Avenue, Pompano Beach, Florida 33069 and the name of the initial registered agent of this corporation at that address is Paul Monash.

FILED
JAN 11 1969
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of MINI-SNACS DIST., INC., and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (3) Directors, initially. The number of Directors may be either increased or decreased from time to time by amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The name(s) and street address(es) of the initial member(s) of the Board of Director(s) are:

Jerry Worth
2001 N.W. 15th Avenue
Pompano Beach, Florida 33069

W. Steven Garrett
48 S.W. 16th Street
Dania, Florida 33004

PAUL MONASH
136 Isle of Venice
Ft. Lauderdale, Florida 33301

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first (1st) year of the corporation, or until their successors are elected or appointed are:

W. STEVEN GARRETT/SECRETARY EXECUTIVE VICE-PRESIDENT
48 S.W. 16th Street
Dania, Florida 33004

JERRY WORTH/EXECUTIVE VICE-PRESIDENT
2001 N.W. 15th Avenue
Pompano Beach, Florida 33069

PAUL MONASH/PRESIDENT
136 Isla Of Venice
Ft. Lauderdale, Florida 33301

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

STEVEN GARRETT
48 S.W. 16th Street
Dania, Florida 33004

ARTICLE IX. BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the Bylaws of this corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE X. INDEMNIFICATION

The corporation may be empowered by resolution of the Board of Directors to indemnify any officer or director, or any former officers or director, in the manner set out any provided for in the Bylaws of this corporation, pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

ARTICLE XI. INFORMAL ACTION OF DIRECTORS

If a majority of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII. AMENDMENT OF ARTICLES

The power to amend these Articles of Incorporation shall vest in the Stockholders and Directors, in the manner provided by the Florida Statutes.

ARTICLE XIII. PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholders who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XIV. DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this

reason alone or by reason alone that such director or directors are present at the meeting of the Board of Directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. If the fact of such common directorship, officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

2. If such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or

3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the shareholders.


B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which approves such contract or transaction.

ARTICLE XV. INFORMAL ACTION OF SHAREHOLDERS

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the actions so taken shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote

thereon were present and voted, and filed with the Secretary of the corporation as part of the corporate records.


IN WITNESS WHEREOF, the undersigned agent of MINI-SNACS, INC., has herunto set his hand and seal this 27 day of March, 1995.


BY: STEVEN GARRETT
Its Agent, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared JERRY WORTH, the person described in and whose name is signed to the foregoing Certificate of Incorporation of MINI-SNACS, INC., and who is described in said Certificate as the incorporator of said corporation, and he acknowledged before me that he executed the same for the purposes herein expressed.

WITNESS my hand and seal in the County of Palm Beach, State of Florida, this 27 day of March, 1995.


NOTARY PUBLIC, STATE OF FLORIDA
Printed Name: VICKI NOVEMBER

Personally Known: ☒ OR
Produced Identification: ☐

Type of Identification

My Comm. Expires:



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SEP 6 1975
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

MINI-SNACS DIST., INC., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


BY: **STEVEN GARRETT**
Its Agent, President

P95000027189

LAW OFFICE

MARK L. ANGERT, P.A.

MARK L. ANGERT

COUNSEL

REVENUE DEPARTMENT

DEVIN M. LADEN

LEWIS B. KIMLIN

PANKHOLZ PROFESSIONAL BUILDING
SUITE 304
2021 EAST COMMERCIAL BOULEVARD
FORT LAUDERDALE, FLORIDA 33308
BROWARD (306) 771-1171
FAX: (306) 771-1358

December 7, 1995

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-12/12/95--01067--015
*****105.00 *****35.00

Florida Department of State
Jim Smith, Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: MM Mighty Fine Foods, Inc.
P.F. Burger Co.
Mini-Snack Distr., Inc.

Dear Mr. Smith:

Enclosed please find the following relative to the above-referenced matter:

1. Affidavit of Resignation of Officer and/or Director for each of the above-referenced Florida corporations;
2. My check in the amount of \$105.00 to cover the costs of filing same.

Kindly return time-stamped copies to my office in the self-addressed, stamped envelope.

Thank you for your attention to this matter.

Very truly yours,


MARK L. ANGERT

MLA/sf
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 11 AM 11:26

off right
TLL DEC 14 1995



Florida Department of State, Jim Smith, Secretary of State
AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

FILED STATE
SECRETARY OF CORPORATION
DIVISION OF CORPORATIONS
95 DEC 11 AM 11:26

STATE OF FLORIDA
COUNTY OF BROWARD

I, GERRY WORTH after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, GERRY WORTH hereby resign as VICE-PRESIDENT/DIRECTOR of
(Title)
MINT-SNACS DIST., INC., a Florida corporation;
(Name of Corporation)

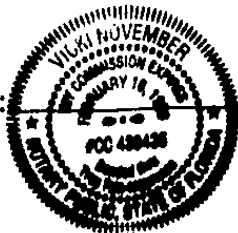
That the corporation has been notified in writing of the resignation.

Gerry Worth
Signature of resigning officer/director

Sworn to and subscribed before me this 16 day of August, 1995.

Vicki November
NOTARY PUBLIC

My Commission Expires: _____



FILING FEE IS \$35.00