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TALLAHASSEE, FL 32301
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P500030245

ACCOUNT NO. : 07210600001

REFERENCE : 581339 6469B

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : April 18, 1995

ORDER TIME : 1:26 PM

ORDER NO. : 581339

CUSTOMER NO: 6469B

CUSTOMER: Marlis J. Spear, Legal Asst
MAGUIRE VOORHIS & WELLS, P.A.

P. O. Box 633

Orlando, FL 32802

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-04/18/95--01082--008
****122.50 ****122.50

DOMESTIC FILING

NAME: MEERHEIM GERMAN BOUCHER SHOP,
INC.

X ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

T. BROWN APR 18 1995

FILED
95 APR 18 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAGUIRE, VOORHIS & WELLS, P.A.

Attorneys at Law

TWL SOUTH ORANGE PLAZA
2 SOUTH ORANGE AVENUE
ORLANDO, FLORIDA 32801
TELEPHONE (407) 244-1100
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WRITER'S DIRECT DIAL

SUNBANK CENTER, SUITE 3000
200 SOUTH ORANGE AVENUE
ORLANDO, FLORIDA 32801
TELEPHONE (407) 244-1100
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REFLECTIONS ON THE RIVER, SUITE 303
1469 SOUTH HARBOR CITY BOULEVARD
MELBOURNE, FLORIDA 32901
TELEPHONE (407) 881-1776
FACSIMILE (407) 851-1848

25 SOUTHEAST SECOND AVENUE
SUITE 1407
MIAMI, FLORIDA 33131
TELEPHONE (305) 374-6025
FACSIMILE (305) 374-6024

April 17, 1995

VIA: COURIER

Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

Subject: Meerheim German Boucher Shop, Inc.

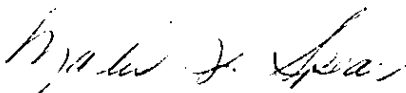
Gentlemen:

Enclosed please find the following in connection with the incorporation of Meerheim German Boucher Shop, Inc.:

1. Articles of Incorporation and copy for certification; and
2. A check in the amount of \$122.50 to cover the following items:
(a) \$35.00 for filing fee; (b) \$35.00 for designation of
Registered Agent; and (c) \$52.50 for one certified copy.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

Very truly yours,



Mrs. Marlis J. Spear
Legal Assistant

/mjs

Enclosures

cc: Catherine Henin-Clark, Esq.

TV FAXED 10:01 PM

ARTICLES OF INCORPORATION
OF
MEERHEIM GERMAN BOUCHER SHOP, INC.

FILED
95 APR 18 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLE I

Name

The name of the Corporation shall be Meerheim German Boucher Shop, Inc.

ARTICLE II

Principal Office

The principal office of the Corporation is located at 383 Fuller Street, S.E., Palm Bay, Florida 32909, and its mailing address is the same.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 1201 Hays Street, Tallahassee, Florida 32301. The name of the initial registered agent of the Corporation at the registered office shall be Corporation Information Services, Inc.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of two (2) directors. The names and addresses of the people who shall serve as directors of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
Mario Meerheim	383 Fuller Street, S.E. Palm Bay, Florida 32909
Heiko Meerheim	383 Fuller Street, S.E. Palm Bay, Florida 32909

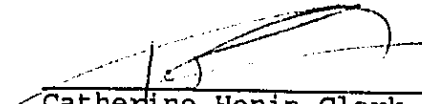
ARTICLE VIII

Incorporator

The name and address of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
Catheline Henin-Clark	Suite 3000 200 South Orange Avenue Orlando, Florida 32801

Executed this 14 day of April, 1995.


Catherine Henin-Clark,
Incorporator

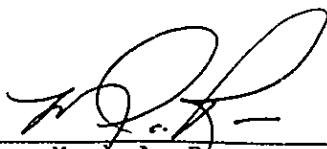
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

CORPORATION INFORMATION SERVICES, INC., a Florida corporation authorized to transact business in this state, having a business office identical with the registered office of the business entity named below, and having been designated as the Registered Agent in the above and foregoing document of

MEERHEIM GERMAN BOUCHER SHOP, INC.

is familiar with and accepts the obligations of the position of Registered Agent.

By: 
Agent: Mark A. Rosser
Vice President
Corporation Information Services, Inc.

P95000030245

MAGUIRE, VOORHIS & WELLS, P.A.

Attorneys at Law

SUNBANK CENTER, SUITE 3000
200 SOUTH ORANGE AVENUE
ORLANDO, FLORIDA 32801
TELEPHONE (407) 244-1100
FACSIMILE (407) 872-6207

MAILING ADDRESS:
P. O. BOX 633
ORLANDO, FLORIDA 32802

WRITER'S DIRECT DIAL

August 15, 1995

FILED
95 AUG 21 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

200001565712
-08/22/95--01028--014
*****43.75 *****43.75

Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

Subject: Meerheim German Boucher Shop, Inc.

Gentlemen:

Enclosed please find the following concerning the above-referenced corporation:

1. Original and one copy of Articles of Amendment; and
2. A check in the amount of \$43.75 in payment of the filing fee and the cost of a Certificate of Status.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

Very truly yours,

Marlis J. Spear

Mrs. Marlis J. Spear
Legal Assistant

/mjs

Enclosures

cc: Mr. Mario Meerheim
Catherine Henin-Clark, Esq.

F:\TAV\11\Jan10 Fm

NC KPS
8-22

MEERHEIM GERMAN BOUCHER SHOP, INC.

ARTICLES OF AMENDMENT

The undersigned officer of Meerheim German Boucher Shop, Inc. delivers these Articles of Amendment in order to amend the Articles of Incorporation of the Corporation.

ARTICLE I

The name of this Corporation is Meerheim German Boucher Shop, Inc.

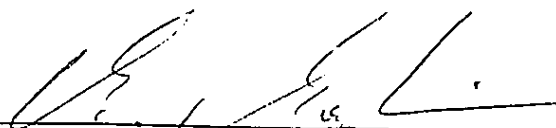
ARTICLE II

Article I of the Corporation's Articles of Incorporation is amended to change the name of the Corporation to MEERHEIM GERMAN BUTCHER SHOP, INC.

ARTICLE III

The joint resolution of all of the Shareholders and Directors of the Corporation changing the corporate name was adopted on August 14, 1995.

Executed this 14 day of August, 1995.


Mario Meerheim, President

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95 AUG 21 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA