

1500 HAYS STREET  
TALLAHASSEE, FL 32301

800-341-8086

904-222-9171

3911



**9500042755**

ACCOUNT NO. 608327

REFERENCE : 608327 - 869010

AUTHORIZATION :

*Patricia Fyfe*

COST LIMIT : \$ 122.50

ORDER DATE : June 1, 1995

ORDER TIME : 11:32 AM

ORDER NO. : 608327

CUSTOMER NO: 869010

600001508648

CUSTOMER: Ms. Ann Jones  
PRENTICE HALL LEGAL &  
FINANCIAL SERVICES, INC.  
1 Biscayne Tower  
2 South Biscayne Blvd, #1810  
Miami, FL 33131

DOMESTIC FILING

NAME: NEW A & C ITALIAN BAKERIES,  
INC.

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

**L BROWN JUN - 2 1995**

FILED  
95 JUN - 1 AM 8 26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
NEW A & C ITALIAN BAKERIES, INC.

FILED  
95 JUN -1 AM 8 26  
SEC  
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

**FIRST:** The corporate name for the corporation (hereinafter called the "corporation") is New A & C Italian Bakeries, Inc.

**SECOND:** The address, wherever located, of the principal office of the corporation, if known, is 120 Tice Lane, Suite C, East Brunswick, New Jersey 08816.

**THIRD:** The mailing address, wherever located, of the corporation is 120 Tice Lane, Suite C, East Brunswick, New Jersey 08816.

**FOURTH:** The number of shares that the corporation is authorized to issue is 1,000, all of which are without par value and are of the same class and are to be Common shares.

**FIFTH:** The street address of the initial registered office of the corporation in the State of Florida is c/o The Prentice-Hall Corporation System, Inc., 1201 Hays Street, Suite 105, Tallahassee, Florida 32301.

The name of the initial registered agent of the corporation at the said registered office is The Prentice-Hall Corporation System, Inc.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

**SIXTH:** The name and the address of the Incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Gail L. Shelby	1201 Hays Street, Second Floor Tallahassee, Florida 32301


**SEVENTH:** The purposes for which the corporation is organized is to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

**EIGHTH:** The duration of the corporation shall be perpetual.

**NINTH:** The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

**TENTH:** Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on June 1, 1995

  
Gail L. Shelby, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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.

THE PRENTICE-HALL CORPORATION SYSTEM, INC.

By: Marcia A. Havner  
Marcia A. Havner, Assistant Secretary

Date: June 1, 1995

FILED  
95 JUN -1 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P95000042755

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-9193

800-342-8086



DIVISION OF CORPORATIONS

ACCOUNT NO. : 072100000032  
REFERENCE : 616805 869010  
AUTHORIZATION : Patricia Pizzuti  
COST LIMIT : \$ 35.00

ORDER DATE : June 13, 1995

ORDER TIME : 1:52 PM

ORDER NO. : 616805

CUSTOMER NO: 869010

CUSTOMER: Ms. Ann Jones  
Prentice Hall Legal &  
1 Biscayne Tower  
2 South Biscayne Blvd, #1810  
Miami, FL 33131

DOMESTIC FILINGS

NAME: NEW A & C ITALIAN BAKERIES, INC.

FILED  
95 JUN 14 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

Corrected  
per Debbie

6/15  
Vol. BISS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 14, 1995

CSC NETWORKS  
JENNIFER  
TALLAHASSEE, FL

SUBJECT: NEW A & C ITALIAN BAKERIES, INC.  
Ref. Number: P95000042755

RECEIVED  
95 JUN 14 10 46 AM '95  
DIVISION OF CORPORATIONS

*Resubmit*

We have received your document for NEW A & C ITALIAN BAKERIES, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Bill Shelby has signed as the incorporator, is she serving as incorporator in a personal capacity for this corporation? Or is she signing as agent on behalf of a corp. rate entity which is actually the incorporator? If in fact she is not the incorporator, the true incorporator's name must be indicated in the signature area, and Bill Shelby's capacity should be noted.

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) 487-6957.

Joy Moon-French  
Corporate Specialist

Letter Number: 595A00029132

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

ARTICLES OF DISSOLUTION

- FIRST: The name of the Corporation is: New A & C Italian Bakeries, Inc.
- SECOND: The articles of incorporation were filed on: June 1, 1995
- 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: A majority of the incorporators authorized the dissolution.

FILED  
95 JUN 14 PM 4: 22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Signed this 13<sup>th</sup> day of June, 19 95.

Signature Gail Shelby  
Gail Shelby, Service Representative, As Agent  
Corporation Service Company  
Incorporator

**145000042755**

OFFICE USE ONLY (Document #)

Corporation Information Services, Inc.

(Requestor's Name)

1201 Hays Street

(Address)

Tallahassee, FL 32301 222-9171

(City, State, Zip) (Phone #)

CIS Contact: Gail Sherry

JUN 20 PM 12: 35  
 DIVISION OF CORPORATION  
 Account No. GF 072100000032

Reference : \_\_\_\_\_

Authorization: \_\_\_\_\_

Cost Limit : \$ \_\_\_\_\_

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 600001517446  
 -06/20/95--01078--1118  
 \*\*\*\*\*35.00 \*\*\*\*\*35.00

1. A & C Italian Bakeries, Inc (Corporation Name) 600001517446 (Document #)
2. \_\_\_\_\_ (Corporation Name) Revocation of (Document #)
3. \_\_\_\_\_ (Corporation Name) Resolution (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- Walk in     Pick up time    \_\_\_\_\_     Certified Copy
- Mail out     Will wait     Photocopy     Certificate - State

JUN 22 AM 11: 14  
 FILED  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

File 1st

NEW FILINGS	
<input checked="" 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 checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger <u>10/23/95</u>

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

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





FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 20, 1995

CSC NETWORKS  
GAIL SHELBY  
TALLAHASSEE, FL 32301

SUBJECT: A & C ITALIAN BAKERY INC  
Ref. Number: 239705

DIVISION OF CORPORATIONS

95 JUN 22 11 44 29

REC'D

We have received your document for A & C ITALIAN BAKERY INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

Articles of revocation of dissolution must contain the effective date of the dissolution that was revoked.

OUR RECORDS DO NOT SHOW THIS CORPORATION TO BE DISSOLVED.

The articles of revocation of dissolution must be accompanied by a copy of the previously filed articles of dissolution.

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) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 995A00030254

95 JUN 22 AM 11:14  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF REVOCATION OF DISSOLUTION  
OF  
NEW A & C ITALIAN BAKERIES, INC.

Pursuant to 607.1404, Florida Statutes, NEW A & C ITALIAN BAKERIES, INC., submits the following Articles of Revocation of Dissolution.

FIRST: The name of the dissolved Corporation is: NEW A & C ITALIAN BAKERIES, INC.

SECOND: The effective date of the Dissolution: June 14, 1995

THIRD: The Incorporator has authorized and revoked the Dissolution

FOURTH: No shares had been issued at the time of the dissolution.

Signed this 19th day of June, 1995:

Frank [Signature]  
Incorporator

Frank [Signature]  
Typed or Printed Name

Incorporator  
Title

1206 HAYS STREET  
TALLAHASSEE, FL 32304  
904-222-9171  
904-222-0393 FAX

800-342-8086

# CS net **95000042755**

PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 622974 869010

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Pysick*

ORDER DATE : June 20, 1995

ORDER TIME : 11:28 AM

ORDER NO. : 622974

CUSTOMER NO: 869010

CUSTOMER: Ms. Ann Jones  
Prentice Hall Legal &  
1 Biscayne Tower  
2 South Biscayne Blvd, #1810  
Miami, FL 33131

*Name  
Change  
Amend*

DOMESTIC AMENDMENT FILING

NAME: NEW A & C ITALIAN BAKERY INC.

500001521225

ARTICLES OF AMENDMENT  
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

FILED  
95 JUN 20 AM 11:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF  
NEW A & C ITALIAN BAKERIES, INC.

95 JUN 22 AM 11:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 707.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment adopted:

The name of the corporation is New A & C Italian Bakery, Inc.

**SECOND:** The date of adoption of amendment: June 19, 1995

**THIRD:** The amendment was adopted by the incorporator without shareholder action and shareholder action was not required. (No shares of the corporation have been issued)

Signed this 19th day of June, 1995

Incorporator Gail Shelby

Gail Shelby  
Typed or Printed Name

Incorporator  
Title