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96 FEB 23 PM 1:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02/23/96 --01094--015
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1101124 (119542)
Requestor's Name
1602-111th Rd, # 353
Address
Miami Beach, FL 33139
City/State/Zip Phone #

Office Use Only

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

1. CHIEF LOCATORS OF AMERICA, INC.
(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

PAH 2/27/96

ARTICLES OF INCORPORATION
OF
CHEF LOCATORS OF AMERICA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, for purposes of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be Chef Locators of America, Inc.

ARTICLE II - TERM OF EXISTENCE

This corporation shall exist perpetually or until dissolved by due process of law.

ARTICLE III - PURPOSE

This Corporation is organized for the general purpose of transacting any or all lawful business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue par value common stock as described below, and none other:

Maximum Number of Shares	10,000
Par Value per share	\$0.01

The authorized shares of par value common stock may be issued only for a consideration having a value, in the judgment of the Board of Directors, equivalent at least, to the full par value of the stock to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Stockholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE V - PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of Stockholders pursuant to provisions of its by-laws, but no preemptive rights shall exist unless specifically approved for inclusion in the by-laws.

ARTICLE VI
INITIAL SUBSCRIBER/REGISTERED OFFICE AND AGENT

The initial street address of the Subscriber and registered office of this Corporation in the State of Florida shall be:

1602 Alton Rd., Suite 353, Miami Beach, FL 33139

The Corporation may also maintain its principal office and branch offices at such places and in such states and foreign countries as the Board of Directors may from time to time by resolution provide.

The name of the initial Subscriber of this Corporation at the aforementioned address is: WILMA GASAL

ARTICLE VII INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not fewer than one (1), nor more than fifteen (15) persons. The Board of Directors shall be elected at the annual meeting of the stockholders of this Corporation, which meeting shall be held at such time as shall be provided by the by-laws. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the by-laws

The name and street address of the initial Director who is to conduct the affairs of this Corporation until the first meeting and election and qualification of his successor is:

WILMA GASAL, 1602 Alton Rd. Suite 353, Miami Beach, FL 33139.


ARTICLE VIII PRINCIPAL PLACE OF BUSINESS

The Principal place of business of the Corporation shall be: 1602 Alton Rd. Suite 353, Miami Beach, FL 33139.

ARTICLE IX - MISCELLANEOUS

1. Upon election of the Board of Directors by the Shareholders, such Board shall manage the business and affairs of the Corporation, without the need of further authorization from the Shareholders, except as provided by law, or otherwise herein.
2. The initial by-laws of this Corporation shall be adopted by the board of Directors. The by-laws may be amended from time to time by either Stockholders or Directors. The Stockholders may amend, alter or repeal any by-laws adopted by the Directors. The Directors may not alter, amend or repeal any by-laws adopted by the Stockholders, nor may the Directors adopt by-laws which would be in conflict with the by-laws adopted by the Stockholders.
3. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.
4. Any Incorporator or Stockholder present at any meeting, either in person or by proxy, and any Directors present in person at any meeting of the board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.
5. The Corporation may indemnify all Officers and Directors of the Corporation to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21st day of February, 1996.


WILMA GASAL

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First - That CHEF LOCATORS OF AMERICA, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami Beach, Dade county, State of Florida, has named WILMA GASAL located at 1602 Alton Rd. Suite 353, City of Miami Beach, Dade county, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By, 

Registered Agent