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Gregg S, Ahrens D. Sarah B, Clasby Gl Robert A, Cohen M Loren S, Granoff, R, A, G Keith T, Grunner M Michael J, Hogaten Al Carlos D, Lerman Ni Edgar Lewis Je Jack S, Lewis Di R, Nugh Lumpkin

Dawn Marshall Charles D. Nostra Mercedes Padin Cynthia Perez Michele S. Frimeau Alan Rosenthal Norman S. Segall Jeffrey P. Shapiro Darry S. Yarchin Seymour D. Keith (retired) James L. Mack (retired) of counsel

Bernard Dane Stein, P.A., of countel

March 6, 1996

Secretary of State **Division of Corporations** P.O. Box 6327 Star Catering, Tullahassee, Florida 32314 500001738925 -03/11/96--01073--001 ****120.00 ****120.00 Re: The second state is many to the 38925 500001 -03/11/96--01073--002 *****2.50 ******2.50

Dear Sirs:

Enclosed with this letter is an original and one copy of the Articles of Incorporation for Shooting Star Catering, Inc. to be filed with the Division of Corporations, together with the check representing the filing fee of \$122.50.

Please stamp/certify the copy of the Articles and return it to this office in the enclosed self addressed stamped envelope.

Thank you for your courtesy and cooperation to this matter. Should you have any further questions or comments, please do not hesitate to contact me. I remain,

3.14.96

KTG:kag Enclosures: Articles of Incorporation, Check, Envelope Sincerely yours,

Mailed in Mr. Grumer's absence to expedite delivery.

KEITH T. GRUMER



ARTICLES OF INCORPORATION

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

FILED

SHOOTING STAR CATERING, INC.

A Florida Corporation

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I CORPORATE NAME

The name of the corporation is:

SHOOTING STAR CATERING, INC.

A Florida Corporation

ARTICLE II CORPORATION'S PRINCIPAL OFFICE AND MAILING ADDRESS

Shooting Star Catering, Inc. a Florida corporation shall have its corporate office at 5393 Nob Hill Road, Sunrise, Florida and the same address shall serve as its mailing address.

ARTICLE III NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 10,000 shares of one class of common stock having a par value of \$.01 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE VI EXISTENCE

The Corporation shall have a perpetual existence, unless sooner dissolved according to the law.

ARTICLE VII INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: KEITH T. GRUMER, ESQ.

INITIAL REGISTERED OFFICE: Keith, Mack, Lewis, Cohen & Lumpkin 200 South Biscayne Boulevard 20th Floor Miami, Florida 33131-2310

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on behalf of the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

KEITH T. GRUMER, ESQ. **REGISTERED AGENT** GRUMER. ESOURÉ

ARTICLE VIII INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors of the Corporation is one. The number of Directors may be increased or decreased from time to time, by the By-Laws adopted by the Sharcholders, but shall never be less than one (1) nor more than seven (7).

ARTICLE IX INITIAL DIRECTORS

The name and address of the member(s) of the Initial Board of Directors are:

RANDI SALERNO 5393 Nob Hill Road Sunrise, Florida Ken Rutkowski Po·Box611384 N.MiAMi, FC·33265

ARTICLE X CUMULATIVE VOTING FOR DIRECTORS

At all elections of Directors of this Corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of Directors with respect to his shares of stock multiplied by the number of Directors to be elected, and he may cast all such votes for a singular Director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

ARTICLE XI INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation is:

RANDI SALERNO

5393 Nob Hill Road Sunrise, Florida

ARTICLE XII AMENDMENT OF ARTICLES

This 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 this reservation. IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation this _____ day of February, 1996.

STATE OF FLORIDA:

COUNTY OF DADE :

:55

BEFORE ME, the undersigned authority, an Officer duly qualified to administer oaths and take acknowledgments in the State and County aforesaid, personally appeared RANDI SALERNO to me known to be the Incorporator described in and who executed the foregoing Articles of Incorporation, and he duly acknowledged to me that he executed the same for the purposes therein expressed.

WITNESS my hand and Official Seal in Miami, Dade County, Florida this 2/2 day of February, 1996.

JBL**í**C. STAPE

My Commission Expires:



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CR2E031(1/95)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE FOR CORPORATIONS

Pursuant to the provisions of section 607.0502(3), 617.0502(3), 607.1508(2), or 617.1508(2), Florida Statutes, the undersigned registered agent of a corporation organized under the laws of the State of submits the following statement in order to change the registered office in Florida.

I. The name of the corporation: Shooting Star Catering, Inc.

2. The street address of the current registered office:

200 South Biscayne Boulevard 20th Floor

Miami, FL 33131

3. The street address of the new registered office:

One East Broward Boulevard

Suite 1705

Ft. Lauderdale, FL 33301

The corporation has been notified in writing of this change.

The street address of the registered office and the street address of the business office of the registered agent, as changed, will be identical.

Keith T. Grumer (Printed or Typed Name)
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FEE: \$35.00

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