

Harvey D. Rogers, Esq.

1401 N.W. 17TH AVENUE  
MIAMI, FLORIDA 33125  
TELEPHONE 325-0010  
FACSIMILE 347-1996  
FEDERAL TAX ID NUMBER 13-0000000

P960000024220

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. Box 5327  
Tallahassee, Florida 32314

February 26, 1996

RE: ASG Enterprises Company

Dear Sir/Mam:

Enclosed you will find the original Articles of Incorporation of the above styled Corporation, a copy of the same, my check in the amount of \$122.50 representing the filing fee, and a self-addressed stamped envelope.

Please have the Articles of Incorporation filed and remit a copy to my office in the self-addressed stamped envelope enclosed herein for your convenience.

Thanking you in advance for your prompt attention and cooperation in this matter.

Sincerely,

H D R

HARVEY D. ROGERS, ESQ.

SIGNED IN ABSENCE OF  
HARVEY D. ROGERS, ESQ.  
TO EXTEND THE TERM OF

HDR/nd

Enclosure

FILED  
96 MAR 19 11 9 20  
TALLAHASSEE, FLORIDA  
DIVISION OF STATE

300001729393  
-03/01/96--01058--017  
\*\*\*\*122.50 \*\*\*\*122.50

WHL 4848  
DPS 502  
3/19/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 5, 1996

HARVEY D. ROGERS, ESQUIRE  
1401 N.W. 17TH AVENUE  
MIAMI, FL 33125

SUBJECT: ASG ENTERPRISES COMPANY  
Ref. Number: W96000004848

We have received your document for ASG ENTERPRISES COMPANY and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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) 487-6933.

Dana Farmer  
Document Specialist

Letter Number: 496A00009656

Harvey D. Rogers Esq.

1401 N.W. 17TH AVENUE  
MIAMI, FLORIDA 33125  
TELEPHONE: 325-0040  
FACSIMILE: 347-1996  
AREA CODE: 305

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. Box 5327  
Tallahassee, Florida 32314

March 15, 1996

RE: ASG Sweets Company

Dear Sir/Mam:

Enclosed you will find an original and a copy of the Articles of Incorporation, copy of your correspondence of March 5, 1996 and a self-addressed stamped envelope.

Upon receipt of the instant correspondence and enclosures, I would sincerely appreciate your filing the above and remitting a copy to my office.

Sincerely,

  
HARVEY D. ROGERS, ESQ.

HDR/nd

Enclosure

FILED  
96 MAR 19 PM 9 25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
ASG SWEETS COMPANY**

FILED  
96 MAR 19 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of this Corporation: **ASG SWEETS COMPANY.**

**ARTICLE II**

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

**ARTICLE III**

This Corporation is authorized to issue 7,500 shares of common stock of ONE (\$ 1.00) DOLLAR par value. No other class of stock is authorized.

**ARTICLE IV**

The principal office, mailing address and the initial registered office of this Corporation is: 1401 N.W. 17th. Avenue, Mimami, Florida 33125-2322, and the name of the initial registered agent of this Corporation, at the above address is: **Steve Marc Barroukh.**

**ARTICLE V**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation. However, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of a majority vote of the shareholders of this Corporation.

**ARTICLE VI**

This Corporation shall have two (2) Director(s) initially. The number of the Directors may be either increased or decreased from time to time by the By-Laws of the Corporation, but shall never be less than One (1). The names and addresses of the initial Board of Directors of this Corporation are:

**NAME**

**ADDRESS**

**Steve Marc Barroukh**

14025 N.W. 17th. Avenue  
Miami, Florida 33125-2327

Adrien Ferdinand Garnich

1401 N.W. 17th. Avenue  
Miami, Florida 33125-2322

#### ARTICLE VII

The names and addresses of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Steve Marc Barroukh	1401 N.W. 17th. Avenue Miami, Florida 33125-2322
Adrien Ferdinand Garnich	1401 N.W. 17th. Avenue Miami, Florida 33125-2322

#### ARTICLE VIII

The names and addresses of the initial Officers of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Steve Marc Barroukh	1401 N.W. 17th. Avenue Miami, Florida 33125-2322	
Adrien Ferdinand Garnich	1401 N.W. 17th. Avenue Miami, Florida 33125-2322	

#### ARTICLE IX

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, and its amendments and modifications thereof. The Board of Directors and the Shareholders, by a majority vote, shall have the power to adopt, alter, amend or repeal the By-Laws of this Corporation in compliance with the Florida General Corporation Act.

#### ARTICLE X

The Corporation shall indemnify all Officers or Directors, or any former Officer or Director, to the full extent permitted by law for all acts done or made on behalf of the Corporation.

#### ARTICLE XI

The Board of Directors of the Corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any and all of the property and assets of the Corporation for the purpose of securing the payment or performance of any obligation of the Corporation, without obtaining prior Shareholder approval of



### ACCEPTANCE AS RESIDENT AGENT

In pursuance of Chapter 48.081, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that ASG SWEETS COMPANY, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named Steve Marc Barroukh, as its resident agent for the Corporation which is located at: 1401 N.W. 17th. Avenue Miami, County of Dade, State of Florida, 33125-2322 as its agent to accept service of process within this State.

ASG SWEETS COMPANY

  
Steve Marc Barroukh

Title: President

Dated: Feb/29/1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ALINE BUSINESS ORGANIZATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

  
Steve Marc Barroukh

Dated: Feb/29/1996

FILED  
96 MAR 19  
9:27  
STATE OF  
FLORIDA  
TALLAHASSEE, FLORIDA