

P96000038230

APRIL 17, 1996

TO WHOM IT MAY CONCERN:

ENCLOSED YOU WILL FIND, THE ARTICLES OF INCORPORATION FOR FOOD  
MANAGEMENT SERVICES, INC. THE PHONE NUMBER IS (904) 745 - 1056.  
ALSO INCLUDED, IS A CHECK FOR \$70.00 FOR THE CORPORATE FILING FEE.  
I HAVE INSERTED AN EXTRA COPY OF THE ARTICLES OF INCORPORATION,  
PLEASE STAMP THESE PAPERS FILED AND RETURN THEM TO ME.

FILED 001 723 01 347  
-014723/96--01000--4113  
\*\*\*\*\*01.00 \*\*\*\*\*70.00

MAY 3 1996

BSB

EFFECTIVE DATE


4-30-96

FILED  
95 APR 29 PM 9:33  
TALLAHASSEE, FLORIDA

TO: SECRETARY OF STATE  
DEPARTMENT OF CORPORATIONS  
FROM: RICHARD JUSTUS  
DATE: APRIL 17, 1996  
REF: SIMILAR CORPORATION NAME

THIS IS TO ACKNOWLEDGE MY AWARENESS THAT "FOOD MANAGEMENT  
SERVICES OF PENNSYLVANIA, INC." OPERATES IN THE STATE OF FLORIDA.

THANK YOU

  
RICHARD JUSTUS, PRESIDENT  
FOOD MANAGEMENT SERVICES, INC.

ARTICLES OF INCORPORATION  
OF  
FOOD MANAGEMENT SERVICES, INC.

96 APR 29 AM 9:33  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR OF THESE ARTICLES OF INCORPORATION IS  
A NATURAL PERSON COMPETENT TO CONTRACT AND HEREBY FORMS A  
CORPORATION FOR PROFIT UNDER THE GENERAL CORPORATION ACT AND OTHER  
LAWS OF THE STATE OF FLORIDA.

EFFECTIVE DATE  
4-30-96

ARTICLE I. NAME

THE NAME OF THE CORPORATION IS FOOD MANAGEMENT SERVICES, INC.

ARTICLE II. COMMENCEMENT

THIS CORPORATION WILL EXIST EFFECTIVE APRIL 30, 1996

ARTICLE III. DURATION

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE IV. PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY OR  
ALL LAWFUL BUSINESS.

ARTICLE V. CORPORATION POWERS

THIS CORPORATION SHALL HAVE THE POWER TO DO ANYTHING NECESSARY AND  
PROPER FOR THE ACCOMPLISHMENT OR FURTHERANCE OF ANY PURPOSES OR  
OBJECTS OF THIS ENUMERATED IN THESE ARTICLES OF INCORPORATION, OR  
ANY AMENDMENT THEREOF, NECESSARY OR INCIDENTAL TO THE  
ACCOMPLISHMENT OR FURTHERANCE OF THE PURPOSES OR OBJECTS OF THIS  
CORPORATION AND TO HAVE, IN FURTHERANCE OF THE CORPORATE PURPOSE,  
ALL OF THE POWERS CONFERRED UPON CORPORATIONS ORGANIZED UNDER THE  
FLORIDA GENERAL CORPORATION ACT.

**ARTICLE VI. CAPITAL STOCK**

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO ISSUE IS 100 SHARES OF COMMON STOCK. THIS COMMON STOCK WILL HAVE A PAR VALUE OF \$ 10.00 PER SHARE. THE BOARD OF DIRECTORS IS AUTHORIZED TO ISSUE "SECTION 1244 STOCK" AS DEFINED BY SECTION 1244 OF THE INTERNAL REVENUE CODE.

**ARTICLE VII. INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT**

THE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IS:

3501 TOWNSEND BLVD. # 242

JACKSONVILLE, FL. 32277

THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS:

3501 TOWNSEND BLVD. # 242

JACKSONVILLE, FL. 32277

THE NAME OF THE INITIAL REGISTERED AGENT AT THAT ADDRESS IS RICHARD L. JUSTUS. THE STOCKHOLDERS SHALL HAVE THE POWER TO ESTABLISH BRANCH OFFICES, AND TO MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

**ARTICLE VIII. INCORPORATOR**

THE NAME AND ADDRESS OF THE PERSONS SIGNING THESE ARTICLES ARE:

RICHARD L. JUSTUS

3501 TOWNSEND BLVD. # 242

JACKSONVILLE, FL. 32277

**ARTICLE IX. MANAGEMENT OF THE CORPORATION BY SHAREHOLDERS**

ALL CORPORATE POWERS SHALL BE EXERCISED BY, OR UNDER, THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTION OF, THE SHAREHOLDERS OF THIS CORPORATION.

**ARTICLE X. CALLING OF SPECIAL MEETINGS**

SPECIAL MEETINGS OF SHAREHOLDERS OF THIS CORPORATION SHALL HAVE THE SOLE POWER TO ADOPT, AMEND, OR REPEAL BY-LAWS FOR THE MANAGEMENT OF THIS CORPORATION. THE DUTIES OF THE OFFICERS SHALL BE PRESCRIBED BY SUCH BY-LAWS.

**ARTICLE XI. INITIAL DIRECTORS**

THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION ARE:

- 1) RICHARD L. JUSTUS: 3501 TOWNSEND BLVD. # 242  
JACKSONVILLE, FL. 32277

2)

**ARTICLE XII. INITIAL OFFICERS AND SUBSCRIBERS**

THE NAMES AND POST OFFICE ADDRESSES OF THE OFFICERS WHO ARE TO SERVE UNTIL THE FIRST ELECTION UNDER THE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

- PRESIDENT: RICHARD L. JUSTUS: 3501 TOWNSEND BLVD. # 242  
JACKSONVILLE, FL. 32277

**ARTICLE XIII. AMENDMENT**

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW.

IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE  
ARTICLES OF INCORPORATION ON April 26, 1996

Richard L. Justus  
RICHARD L. JUSTUS

STATE OF FLORIDA

COUNTY OF DUVAL

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY  
AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE  
ACKNOWLEDGMENTS, PERSONALLY APPEARED RICHARD L. JUSTUS TO ME KNOWN  
AND KNOWN TO BE THE PERSON DESCRIBED AS THE PERSON WHO EXECUTED THE  
FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGED BEFORE ME THAT  
HE EXECUTED THE SAID ARTICLES ON INCORPORATION FOR THE USES AND  
PURPOSES THEREIN SET FORTH AND EXPRESSED.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND OFFICIAL SEAL  
AT JACKSONVILLE, FLORIDA, THIS 26 DAY OF April

19 96

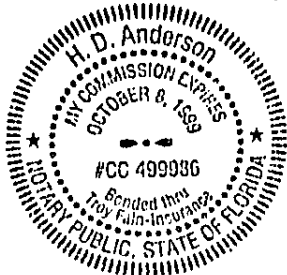
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JL327525/0180

[Signature]

NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES: \_\_\_\_\_



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

IN PURSUANCE OF FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST, THAT FOOD MANAGEMENT SERVICES, 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 JACKSONVILLE, FL., HAS NAMED:

LOCATED AT:

RICHARD L. JUSTUS

3501 TOWNSEND BLVD. # 242

JACKSONVILLE, FL. 32277

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY.

  
RICHARD L. JUSTUS

4-26-98  
DATE

FILED  
CS APR 29 PM 9:33  
JACKSONVILLE  
FLORIDA