

P96000042642

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

No. 52504

RE: Delicious Delivers
of South Beach, Inc

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

50001230100
 -05/20/96 01967-014
 ****122.50 ****122.50

EFFECTIVE DATE
 5/16/96

95 MAY 20 AM 11 15
 RECEIVED
 ALLAHABEE, FLORIDA

PH 5/20/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	<i>5/17</i>		
TIME	<i>9:00</i>		CK No. _____
BY	<i>[Signature]</i>		

WALK-IN Will Pick Up _____

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

RECEIVED
 96 MAY 20 AM 10:23
 DEVISION OF CORPORATION

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

FILED

ARTICLES OF INCORPORATION FOR

96 MAY 20 AM 11:15

DELICIOUS DELIVERIES OF SOUTH BEACH, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

I

EFFECTIVE DATE

NAME OF CORPORATION

5-16-96

The name of the corporation shall be **DELICIOUS DELIVERIES OF SOUTH BEACH, INC.**, whose address is CAO Saul Cimpler, Esq., 407 Lincoln Road, Ste. 2L, Miami Beach, FL 33139.

II

COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist thereafter perpetually until dissolved by law.

III

PURPOSES

The Corporation is organized for the purpose of transacting any and all lawful business.

IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of stock, all of one class, at \$1.00 per share par value.

V

REGISTERED AGENT

The address of this Corporation's initial registered office is 407 Lincoln Road, Ste. 2-L, Miami Beach, FL 33139 and the name of the registered agent at said address is Saul Cimpler, Esq.

VI

INCORPORATOR

The name and address of the incorporator is as follows:

SAUL CIMBLER, ESQ.
407 Lincoln Road, Ste. 2-L
Miami Beach, FL 33139

VII

BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction of, the Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation but shall never be less than one.

VIII

INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX

INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI

BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and Shareholders, but the Board of Directors may not alter, amend, or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

XII

AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended at any time by a vote of the majority of the majority of the voting stock of the corporation outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 16 day of May, 1996.



Saul Cimble, Incorporator

Saul Cimble, Registered Agent

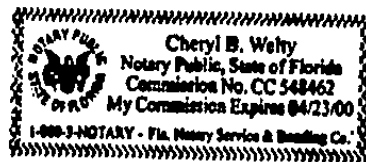
STATE OF FLORIDA)
)ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared SAUL CIMBLER, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 14 day of May, 1996.


NOTARY PUBLIC
State of Florida at Large,

My Commission expires:



DEBIT MEMORANDUM

FOR OFFICIAL USE
DATE NUMBER

TO : DEPARTMENT OF STATE

P 96 0000 4 2 642

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	1,308.75	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	1,308.75	OTHER	4

CROSS REF	SAMAS CODE	DISTRIBUTION	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00		1	35.00
12	45-20-2-130001-45300000-00-000100-00		2	50.00
12	45-20-2-130001-45300000-00-000100-00		4	70.00
12	45-20-2-130001-45300000-00-000100-00		4	122.50
12	45-20-2-130001-45300000-00-000100-00		1	122.50
12	45-20-2-130001-45300000-00-000100-00		2	200.00
12	45-20-2-130001-45300000-00-000100-00		4	200.00
12	45-20-2-130001-45300000-00-000100-00		1	208.75
12	45-20-2-130001-45300000-00-000100-00		1	300.00

GRAND TOTAL: \$ 1,308.75

96 JUN 11 10 14 AM '96

RECEIVED

Process Date: 05/28/96

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

State Treasurer

05 187495 05 21 05 10000000

01000 XXXXXXXXXXXX BARNETT JAX
800-5239498 2063000047K
3581 05-23 JAX FL
05 040791 05-23 00005024

20 800-5239498 JAX
05 187495 2478 JAX FL
05 187495 05-21 13

DEPT OF STATE
OFFICE OF THE ATTORNEY GENERAL
1998-05-23
444122 500



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1996

Law Offices of Saul Cimpler
407 Lincoln Rd., Suite 2L
Miami Beach, FL 33139

SUBJECT: DELICIOUS DELIVERIES OF SOUTH BEACH, INC.
Ref. Number: P96000042642

Debit Memo #: 63927-E

This is to inform you that your check #1869 dated May 16, 1996 in the amount of \$122.50 and submitted for DELICIOUS DELIVERIES OF SOUTH BEACH, INC. has been returned to us by your bank because of Insufficient Funds.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashier's check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations
Attn: Melinda Lilliston
P.O. Box 6327
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely,
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 896A00029467



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

July 16, 1996

Law Offices of Saul Cimbler
407 Lincoln Rd., Suite 2L
Miami Beach, FL 33139

SUBJECT: DELICIOUS DELIVERIES OF SOUTH BEACH, INC.
Ref. Number: P96000042642

Debit Memo #: 63927-E

Due to your failure to respond to our previous letter advising you of the returned check #1869, the Articles of Incorporation for **DELICIOUS DELIVERIES OF SOUTH BEACH, INC.** have been cancelled and are considered not filed as of July 16, 1996.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 096A00034452