

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) 221 1222

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 \$ _____

REQUEST TAKEN CONFIRMED APPROVED
DATE 5/27
TIME 9:30 CK No. _____
BY [Signature]

WALK-IN
Will Pick Up _____

RE:

Boy's Farmers Market Del. Inc

C.C. FEE.

DISBURSED

☒ Capital Express™
☐ Art. of Inc. File
☐ Corp. Record Search
☐ Ltd. Partnership File
☒ Foreign Corp. File
☐ () Cert. Copy(s)

☐ An. of Amend. File
☐ Dissolution/Withdrawal
☐ C U S-
☐ Fictitious Name File

☐ Name Reservation
☐ Annual Report/Reinstatement
☐ Reg. Agent Service
☐ Document Filing

☐ Corporate Kit
☐ Vehicle Search
☐ Driving Record
☐ Document Retrieval

☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ File No.'s, _____ Copies

☐ Courier Service
☐ Shipping/Handling
☐ Phone ()
☐ Top Priority
☐ Express Mail Prep.
☐ FAX () pgs.

SUBTOTALS

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

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

ARTICLES OF INCORPORATION

FILED

96 MAY 23 AM 10:49

Boy's Farmers Market Deli, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as the Incorporator of a corporation under the CORPORATION ACT of the State of Florida adopts the following Articles of Incorporation for such Corporation.

CORPORATE NAME

The name of this Corporation is:

BOY'S FARMERS MARKET DELI, INC.

NATURE OF CORPORATE BUSINESS

This Corporation is organized for the purpose of sale of food products and services and transacting any and all lawful business under the laws of the United States and of the State of Florida.

CAPITAL STRUCTURE

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of ONE THOUSAND (1,000) shares of stock having no par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

PREEMPTIVE RIGHTS

Shareholders of the Corporation shall have the preemptive rights to acquire their pro rata share of the Corporation for all issues of any class of stock of the Corporation no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissue of all redeemed or otherwise acquired shares, including the reissue of treasury shares.

EXISTENCE

This Corporation shall have perpetual existence.

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws but shall never be less than one (1). The names of the original member of the board of Directors is/are:

**LINDA PALERMO
14378 S. MILITARY TRAIL
DELRAY BEACH, FLORIDA 33483**

INCORPORATOR

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

**LINDA PALERMO
14378 S. MILITARY TRAIL
DELRAY BEACH, FLORIDA 33483**

REGISTERED AGENT AND PRINCIPAL OFFICE

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

**RONALD LEWIS, ESQ
THE COURTYARD
5301 N. FEDERAL HIGHWAY
SUITE 150
BOCA RATON, FLORIDA 33487**

AMENDMENT TO 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.

Having been named Initial Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation,

I hereby accept such appointment and consent to act in such capacity and agree to comply with all the requirements of law pertaining thereto.

[Signature]
Signature of Registered Agent

96 MAY 23 AM 10:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

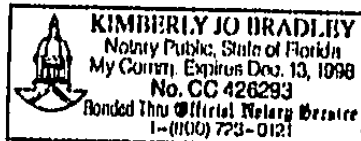
IN WITNESS WHEREOF, I, the Incorporator have executed these Articles of Incorporation this date:

[Signature]
Signature of Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 21st day of May, 1996 by Linda Palermo as Incorporator who has produced a Florida Drivers License as identification and who did take an oath.

My commission expires: 12-13-98



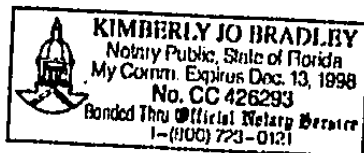
[Signature]
Notary Public

Ronald Lewis Kimberly Bradley
Serial Number: GG125165 CC 426293

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 21st day of May, 1996 by Ronald Lewis, as the Registered Agent who ~~is personally known to me or has~~ produced _____ as identification and who did (not) take an oath.

My commission expires: 12-13-98



[Signature]
Notary Public

Printed Name: Kimberly J. Bradley

Serial Number: CC 426293