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MARK S. KESSLER, P.A.
ATTORNEY AT LAW

MARK S. KESSLER

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May 17, 1996

Department of State
Division of Corporations
Room 2001, The Capitol
Tallahassee, Florida 32301

Re: Articles of Incorporation
CONEY ISLAND DELI, INC.

200001832602
-05/21/96--01111--014
*****78.75 *****78.75

Dear Sir:

Enclosed please find the original articles of incorporation for the above referenced corporation. I have enclosed my trust account check in the amount of \$78.75 to cover the \$70.00 for filing fee and designation of registered agent and \$8.75 for a certificate of status.

I look forward to hearing from your office soon regarding approval of the articles. If you have any questions, please feel free to contact me.

Very truly yours,



Mark S. Kessler

Enclosures

STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

96 MAY 20 PM 1:35

FILED

GB 5/28/96

ARTICLES OF INCORPORATION
OF
CONEY ISLAND DELI, INC.

FILED
96 MAY 20 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purposes of organizing a business corporation.

ARTICLE I. NAME

The name of the corporation is CONEY ISLAND DELI, INC.

ARTICLE II. PURPOSE

The corporation is formed for the purpose of transacting any and all lawful business.

ARTICLE III. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date these articles of incorporation are filed with the Department of State of Florida.

ARTICLE IV. PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of this corporation are 6201 Grayling Drive, Jacksonville, Florida 32256.

ARTICLE V. CAPITAL STOCK

The capital stock of the corporation shall be 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The names and addresses of the initial board of directors of this corporation are:

GARY ROTHMAN
6201 Grayling Drive
Jacksonville, Florida 32256

ELLIOT SHAPIRO
6201 Grayling Drive
Jacksonville, Florida 32256

ARTICLE VII. INCORPORATORS

The names and addresses of the persons signing these articles of incorporation are:

GARY ROTHMAN
6201 Grayling Drive
Jacksonville, Florida 32256

ELLIOT SHAPIRO
6201 Grayling Drive
Jacksonville, Florida 32256

ARTICLE VIII. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

ARTICLE IX. REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation is 211 N. Liberty Street, Suite 2A, Jacksonville, Florida 32202. The name of the initial registered agent at that address is Mark S. Kessler.

ACCEPTANCE OF REGISTERED AGENT:

Having been named to accept service of process for CONEY ISLAND DELI, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



MARK S. KESSLER
Registered Agent

IN WITNESS WHEREOF, we, the undersigned, hereby subscribe to the foregoing articles of incorporation and certify that the facts herein stated are true.


GARY ROTHMAN
ELLIOT SHAPIRO

FILED
96 MAY 20 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS
COUNTY OF DUVAL)

BEFORE ME, the undersigned authority, personally appeared GARY ROTHMAN, who executed the foregoing articles of incorporation, and acknowledged that he executed the same for the purpose therein expressed.

SWORN TO AND SUBSCRIBED before me this 16th day of May, 1996 by GARY ROTHMAN, who produced Florida driver's license #R 355297483080 as identification and did take an oath.



ELIZABETH S. MCGRATH
My Commission CC538370
Expires Feb. 28, 2000

ES McGrath
Notary Public, State of
Florida

My Commission Expires: 2-28-2000

STATE OF FLORIDA)
) SS
COUNTY OF DUVAL)

BEFORE ME, the undersigned authority, personally appeared ELLIOT SHAPIRO, who executed the foregoing articles of incorporation, and acknowledged that he executed the same for the purpose therein expressed.

SWORN TO AND SUBSCRIBED before me this 16th day of May, 1996 by ELLIOT SHAPIRO, who produced Florida driver's license #S160201442980 as identification and did take an oath.



ELIZABETH S. MCGRATH
My Commission CC538370
Expires Feb. 28, 2000

ES McGrath
Notary Public, State of
Florida

My Commission Expires: 2-28-2000