

P960000 58187

**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

RE: McDonald-Stewart of \_\_\_\_\_ No. **52813**  
Management Corporation

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 \$ \_\_\_\_\_

- Capital Express™
- Art. of Inc. File
- Corp. Record Search
- Ltd. Partnership File
- Foreign Corp. File
- ( ) Cert. Copy(s)
- Art. of Amend. File
- Dissolution/Withdrawal
- O U B.
- Fictitious Name File
- Name Reservation
- Annual Reprn/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.

FILED  
 DISBURSED  
 95 JUL 11 AM 9:35  
 97 JUL 11 AM 9:35  
 95 JUL 11 AM 9:35  
 97 JUL 11 AM 9:35

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

P. CHESSEY JUL 11 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/11		
TIME	9:30		CK No. _____
BY	[Signature]		

WALK-IN Will Pick Up \_\_\_\_\_

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**

## **MCDONALD - STEWART MANAGEMENT CORPORATION**

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:

**MCDONALD - STEWART MANAGEMENT CORPORATION**

FILED  
95 JUN 11 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### **NATURE OF CORPORATE BUSINESS**

This Corporation is organized for the purpose of **FOOD SERVICE MANAGEMENT** 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 a value of **ONE DOLLAR (\$1.00) FER SHARE**. Any change in 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:

**BRUCE MCDONALD  
240 N.W. 12TH STREET  
BOCA RATON, FLORIDA 33432**

**DANIEL STEWART  
22545 S.W. 66TH AVENUE  
#203  
BOCA RATON, FLORIDA 33428**

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

**BRUCE MCDONALD  
240 N.W. 12TH STREET  
BOCA RATON, FLORIDA 33432**

**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

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

[Signature]  
Signature of Incorporator

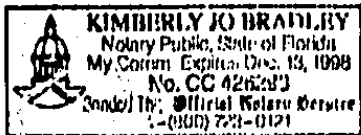
FILED  
95 JUL 11 AM 11:33  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of July, 1996 by Duncan McDonald as Incorporator who has produced a Florida Drivers License as identification and who did take an oath.

My commission expires:

[Signature]  
Notary Public  
Ronald Lewis Kimberly J. Bradley  
Serial Number: 06125185 CC 426293



STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of July, 1996 by Ronald Lewis, who is personally known to me or has produced [Signature] as identification and who did (not) take an oath.

My commission expires:

[Signature]  
Notary Public  
Printed Name: Kimberly J. Bradley  
Serial Number: CC 426293

