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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FLORIDA SPICE COMPANY  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
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Examiner's Initials

**ARTICLES OF INCORPORATION**

**OF**

**FLORIDA SPICE COMPANY**

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*The undersigned, acting as the Incorporator of the Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:*

**ARTICLE I**

**NAME OF THE CORPORATION**

*The name of this Corporation shall be FLORIDA SPICE COMPANY*

**ARTICLE II**

**PERIOD OF DURATION**

*The period of duration of the Corporation is perpetual.*

**ARTICLE III**

**PURPOSE**

*The Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and of this State.*

#### **ARTICLE IV**

##### **AUTHORIZED SHARES**

**Number:** The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock. **Initial Issue:** 150 shares of the Capital Stock of the Corporation shall be issued for adequate consideration in the following manner:

<b>JOHN RADCLIFF</b>	<b>Fifty (50) Shares</b>
<b>GINA RADCLIFF</b>	<b>Fifty (50) Shares</b>
<b>GIACOMO STROLLO</b>	<b>Fifty (50) Shares</b>

**Dividends:** The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

**No Classes of Stock:** The shares of the Corporation are not to be divided into classes.

#### **ARTICLE V**

##### **REGISTERED OFFICE AND AGENT**

The initial street address in Florida of the initial registered office of the Corporation is 205 W. King Street, Orlando, Florida 32804 and the name of the initial registered agent at such address is JOHN RADCLIFF.

#### **ARTICLE VI**

##### **PRINCIPAL OFFICE**

The Principal Office of the corporation shall be 205 W. King Street, Orlando, Florida 32804.

## ARTICLE VII

### BOARD OF DIRECTORS

This corporation shall have Three (3) Directors constituting the Initial Board of Directors. The Directors need not be a resident of the State of Florida or Shareholders of the corporation.

Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business. Only a majority act of the Directors shall constitute an act of the Board of Directors.

The name and address of the person(s) who shall serve as Director(s) until his successors shall have been elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOHN RADCLIFF	205 W. King Street Orlando, Florida 32804
GINA RADCLIFF	205 W. King Street Orlando, Florida 32804
GIACOMO STROLLO	205 W. King Street Orlando, Florida 32804

## ARTICLE VIII

### INCORPORATORS

The names and addresses of the initial incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOHN RADCLIFF	205 W. King Street Orlando, Florida 32804

**ARTICLE IX**

**PREEMPTIVE RIGHTS OF SHAREHOLDERS**

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money, or property or services from time to time, in addition to that stock authorized by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

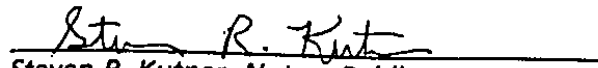
IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange County, Florida on this 15th day of August, 1996.

  
JOHN RADCLIFF

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 15th day of August, 1996, by JOHN RADCLIFF, who has produced a driver's license as identification or who is personally known to me.

  
Steven R. Kutner, Notary Public  
Commission No. CC232957  
My Commission Expires:



OFFICIAL SEAL  
STEVEN R. KUTNER  
My Commission Expires  
Oct. 28, 1996  
Comm. No. CC 232967

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

*In compliance with Section 48.091, Florida Statutes, the following is submitted:*

*That FLORIDA SPICE COMPANY, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Orlando, Orange County, State of Florida, has named JOHN RADCLIFF located at 205 W. King Street, Orlando, Florida 32804 as its agent to accept service of process within this state.*

**ACKNOWLEDGEMENT**

*Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.*

Date: August 15, 1996

  
JOHN RADCLIFF

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