

Charter Number Only

P96000068812

8-15-96 M Edward

Requester's Name  
Address  
City State ZIP Phone

947-2121

VALIDATION ONLY

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150001525076  
-00719296--01011--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

FOOD MARKETING SERVICES, INC.

Empire Toll Free: 1-800-432-3028

- ☒ Profit  
☐ NonProfit  
☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☒ Certified Copy  
☐ Call When Ready  
☒ Walk In
- ☐ Amendment  
☐ Dissolution  
☐ Annual Report  
☐ Reservation  
☐ Photo Copies  
☐ Call If Problem  
☐ Will Wait
- ☐ Merger  
☐ Mark  
☐ Other  
☐ Change of Registered Agent  
☐ Certificate Under Seal  
☐ After 4:30  
☒ Pick Up  
☐ Mail Out

RECEIVED  
96 AUG 19 AM 10:00  
NEW YORK CORPORATION

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

**ARTICLES OF INCORPORATION  
FOOD MARKETING SERVICES, INC.**

**ARTICLE I-NAME**

The name of this Corporation shall be FOOD MARKETING SERVICES, INC.

**ARTICLE II-DURATION**

The Corporation shall have perpetual existence commencing upon the date of filing of the Articles with the Department of State.

**ARTICLE III-PURPOSE**

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

**ARTICLE IV-CAPITAL STOCK**

The Corporation is authorized to issue Five Thousand (5000) shares of Common Stock with a par value of Ten (\$10.00) Dollars each share, such shares to be designated as "Common Shares".

**ARTICLE V-PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI-INITIAL REGISTERED AGENT AND CORPORATE OFFICE**

The street address of the initial registered office of this Corporation is 801 Lochwick Ct., #5, Palm Beach Gardens, Florida 33418 and the name of the initial registered agent at that address is JOHN W. CLARK.

**ARTICLE VII-INITIAL BOARD OF DIRECTORS**

This Corporation shall have three (3) Directors constituting the initial Board of Directors. The number of Directors of the Corporation may be increased or decreased from time to time by the by-laws, however, there shall never be less than one (1) Director nor more than three (3) Directors. The names and addresses of the initial Board of Directors of the Corporation are:

John W. Clark  
801 Lochwick Ct., #5  
Palm Beach Gardens, FL 33418

Barton Dupon  
21022 N.E. 34th Ct.  
Aventura, Florida 33180

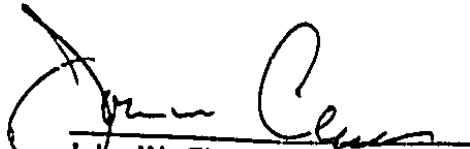
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95 AUG 19 PM 12:33  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT  
AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA,  
AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

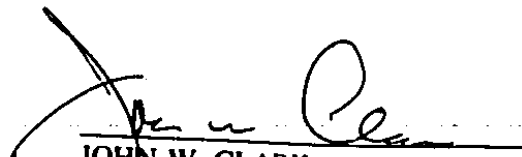
FIRST that FOOD MARKETING SERVICES, INC. desiring to organize under the laws of the State of Florida, with its principal place of business at 801 Lochwick Ct., #5, Palm Beach Garden, Florida 33418 has named JOHN W. CLARK, located at 801 Lochwick Ct., #5, Palm Beach Garden, Florida 33418, as its agent to accept service of process within Florida.

Dated: 8/15/96

  
John W. Clark  
Incorporator

  
Barton Dupon  
Incorporator

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to this proper performance of my duties.

  
JOHN W. CLARK  
Registered Agent

### ARTICLE VIII-INCORPORATORS

The names and addresses of the Persons signing these Articles of Incorporation are:

John W. Clark  
801 Lochwick Ct., #5  
Palm Beach Gardens, FL 33418

Barton Dupon  
21022 N.E. 34th Ct.  
Aventura, Florida 33180

### ARTICLE IX-INDEMNIFICATION

The Corporation shall indemnify any officer or Director or any former Officer or Director to the full extent permitted by-law.

### ARTICLE X-AMENDMENT

The Corporation reserves the right to Amend or Repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by vote of the majority of the Board of Directors, and any right conferred to shareholders of the Corporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator have executed these Articles of Incorporation this 15<sup>th</sup> day of Aug., 1996.

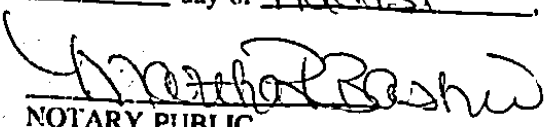
  
John W. Clark  
Incorporator

  
Barton Dupon  
Incorporator

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally came and appeared John W. Clark and Barton Dupon, known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 15<sup>th</sup> day of AUGUST, 1996.

  
NOTARY PUBLIC  
STATE OF FLORIDA

My Commission Expires:

