

P 96000068905

**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

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RE: THE APPLE BASKET, INC

<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U B.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( ) _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX ( ) _____ pgs.		
<b>SUBTOTALS</b>		

C.C. FEES  
 96 AUG 19 PM 2:04  
 RECEIVED  
 DIVISION OF CORPORATIONS  
 \*\*\*122.50 \*\*\*122.50

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	8/16		
TIME	10:30		CK No. _____
BY	bas		

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

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

RECEIVED  
 96 AUG 19 AM 11:54  
 DIVISION OF CORPORATIONS

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**

**OF**

**THE APPLE BASKET, INC.**

FILED  
05 AUG 19 PM 2:04  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of the corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation for such corporation:

**ARTICLE I. NAME**

The name of the corporation shall be:

**THE APPLE BASKET, INC.**

**ARTICLE II. DURATION**

This corporation shall have perpetual existence.

**ARTICLE III. PURPOSES**

The purposes for which the incorporation is organized are to engage in a retail and wholesale preparation and distribution of food and beverages business and to do everything necessary, proper, advisable or convenient for the accomplishment of said purposes, and to do all things incidental to them or connected with them that are not forbidden by Florida corporation laws or other laws or by these Articles of Incorporation and to carry out the said purposes in any state, territory, district or possession of the United States or in any foreign country to the extent that these purposes are not forbidden by the laws of said state, territory, district or possession of the United States or foreign country.

#### **ARTICLE IV. AUTHORIZED SHARES**

The aggregate number of shares of stock the corporation shall have the authority to issue is One Thousand (1,000) shares of \$1.00 par value common stock which shall be designated "common shares". Said shares shall be of a single class and shall have the par value as stated herein. All issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to natural persons, estates or trusts as defined in Section 1361(c)(2) or any amendment or successor sections thereto of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a non-resident alien.

#### **ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS**

The address of the initial registered agent is:

5505 S. Marathon Terrace  
Inverness, Florida 34452

and the name of the initial registered agent at such address is:

ALICE V. DAHL

#### **ARTICLE VI. INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two members who shall be ALICE V. DAHL and RAY T. DAHL, who shall serve as directors until the first annual meeting of the shareholders or until their successors shall have been elected and qualified. The address of the initial directors is:

5505 S. Marathon Terrace  
Inverness, Florida 34452

The number of members of the Board of Directors may be increased by a majority vote of

shareholders.

#### **ARTICLE VII. INITIAL INCORPORATOR**

The names and addresses of the initial incorporators are:

**RAY T. DAHL and ALICE V. DAHL**

who reside at:

**5505 S. Marathon Terrace  
Inverness, Florida 34452**

#### **ARTICLE VIII.**

An affirmative vote of the majority of the shares of the corporation shall be required for any shareholder action.

#### **ARTICLE IX.**

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting with not less than a majority vote of the common stock.

#### **ARTICLE X. PREEMPTIVE RIGHTS.**

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

**ARTICLE XI. PRINCIPAL OFFICE**

The principal place of business and the mailing address of this corporation shall be:

5505 S. Marathon Terrace  
Inverness, Florida 34452

IN WITNESS WHEREOF, the undersigned incorporators have executed these  
Articles of Incorporation at Inverness, Citrus County, Florida on this the 16th day of  
August, 1996.

  
\_\_\_\_\_  
RAY T. DAHL  
Incorporator

  
\_\_\_\_\_  
ALICE V. DAHL  
Incorporator

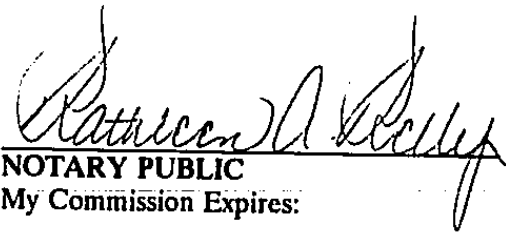
STATE OF FLORIDA

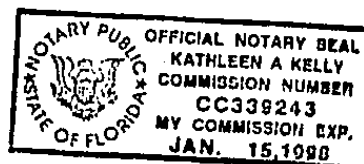
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 16th day of  
August, 1996 by RAY T. DAHL, who is personally known to me or who  
produced the identification set forth below and who did not take an oath.

Identification Produced:

Florida Driver's License  
No. D400-738-49-427-0  
Expiration Date: 11-27-2000

  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires:



STATE OF FLORIDA

COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 16th day of August, 1996 by ALICE V. DAHL, who is personally known to me or who produced the identification set forth below and who did not take an oath.

**Identification Produced:**

Florida Driver's License  
No. D400-027-52-528-0  
Expiration Date: 01-28-2001

  
NOTARY PUBLIC  
My Commission Expires:



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is:

**THE APPLE BASKET, INC.**

2. The name and address of the registered agent and office is:

**ALICE V. DAHL  
5055 S. Marathon Terrace  
Inverness, Florida 34452**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
ALICE V. DAHL

August 16, 1996

Date

FILED  
05 AUG 19 PM 2:04  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 16th day of August, 1996 by ALICE V. DAHL, who is personally known to me or who produced the identification set forth below and who did not take an oath.

**Identification Produced:**

Florida Driver's License  
No. D400-027-52-528-0  
Expiration Date: 01-28-2001

*Kathleen A. Kelly*  
NOTARY PUBLIC  
My Commission Expires:

