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11111  
911 22-0  
222-0 FAX

P96000073757



PROFESSIONAL FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 075482 82400A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 5, 1996

ORDER TIME : 10:39 AM

ORDER NO. : 075482

CUSTOMER NO: 82400A

100001940281  
-09/05/96--01100--009  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Linda A. Newsom, Legat Asst  
MORGAN OLSEN & OLSEN

Suite 200  
315 N.e. Third Avenue  
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: MARENIC/FALKANGER FOOD  
SERVICE CONSULTANTS, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP -5 PM 3:27

RECEIVED  
96 SEP -5 PM 3:13  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
CORPORATIONS  
96 SEP -5 PM 3:27

**ARTICLES OF INCORPORATION**

OF

**MARENIC/FALKANGER FOOD SERVICE CONSULTANTS, INC.**

**ARTICLE I: NAME**

The name of this corporation is MARENIC/FALKANGER FOOD SERVICE CONSULTANTS, INC., whose address 888 South Andrews Avenue, Suite 300, Ft. Lauderdale, FL 33316.

**ARTICLE II: DURATION**

This corporation shall have perpetual existence.

**ARTICLE III: PURPOSE**

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act and for the purpose of manufacturing, purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

**ARTICLE IV: CAPITAL STOCK**

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

**ARTICLE V: PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 888 South Andrews Avenue, Suite 300, Ft. Lauderdale, FL 33316, and the name of the initial registered agent of this corporation is Jeff Falkanger.

**ARTICLE VII: INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

Jeff Falkanger  
888 South Andrews Avenue  
Suite 300  
Ft. Lauderdale, FL 33316

**ARTICLE VIII: INCORPORATOR**

The name and address of the person signing these Articles is:

Jeff Falkanger  
888 South Andrews Avenue  
Suite 300  
Ft. Lauderdale, FL 33316

**ARTICLE IX: INDEMNIFICATION**

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE X: AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4 day of September, 1996.

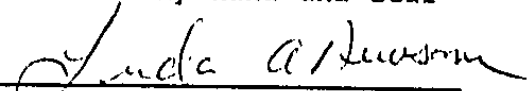
  
\_\_\_\_\_  
JEFF FALKANGER

STATE OF FLORIDA            )

COUNTY OF BROWARD        )

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, appeared JEFF FALKANGER [  ] personally known to me or [    ] who has produced \_\_\_\_\_ as identification and is known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation and who did/did not take an oath.

IN WITNESS WHEREOF, I have herunto set my hand and seal  
this 14 day of September, 1996.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:



FILED  
SECRETARY OF STATE  
CORPORATIONS  
96 SEP - 5 PM 3:27

**REGISTERED AGENT CERTIFICATE**

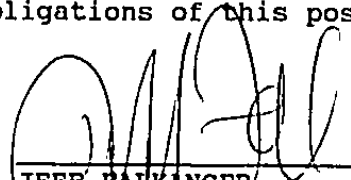
In pursuance of Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

FIRST: THAT JEFF FALKANGER (Incorporator) desiring to organize or qualify MARENIC/FALKANGER FOOD SERVICE CONSULTANTS, INC., (Corp Name) under the laws of the State of Florida, with its principal place of business in the City of Ft. Lauderdale, State of Florida, has named Jeff Falkanger as its agent to accept service of process within the State of Florida.



JEFF FALKANGER  
Title: President  
Date: September 4, 1996

Having been named to accept service of process for the above stated 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 the proper and complete performance of my duties. The undersigned is familiar with, and accepts, the obligations of this position.



JEFF FALKANGER  
Registered Agent  
Date: September 4, 1996