

P960000 73990

4-11-96 Richard C.

Sovern & Wax

Requestor's Name

1351 n.w. 16 st. 2nd Fl.

Address

Miami, Fl. 33125

City

State

ZIP

Phone

#326-0330

VALIDATION ONLY

FILED
SEP-5 1996
FBI-MIA

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***122.50 ***122.50

CORPORATION(S) NAME

Epic Food Corporation.



Empire Toll Free: 1-800-432-3028



Profit

() NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent



Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

() Walk In

() Will Wait

() Pick Up

() Mail Out

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

296 41728

CERTIFIED COPY

P. CHESLER SEP 6 1996

ARTICLES OF INCORPORATION
OF
EPIC FOOD CORPORATION

I, THE UNDERSIGNED, subscriber to these Articles of Incorporation, do hereby associate ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida, and do hereby certify that I have become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is: EPIC FOOD CORPORATION

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be and is as follows: to engage in any activity or business permitted under the Laws of The United States of America and of the State of Florida. The nature of the business is compilation of culinary services including restaurants.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock at \$1.00 par value.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

ARTICLE V - CORPORATE EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law from the date of incorporation.

ARTICLE VI - OFFICE OF THE CORPORATION

The initial street address of the principal office of the corporation shall be: 6900 S.W. 88th Street, Suite A-406, Miami, Florida, 33156.

ARTICLE VII - DIRECTORS

This corporation shall have at its inception one (1) director. The number of directors may be increased or diminished from time to time in accordance with the directives of the stockholders of the corporation, but it shall at no time be less than one (1) in number.

ARTICLE VIII - INITIAL DIRECTORS

The names and street address of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws, of this corporation, and the Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
David K. Gordon	6900 S.W. 88th Street Suite A-406 Miami, FL 33156

ARTICLE IX - SUBSCRIBERS

The name and street address of each person signing these Articles of Incorporation as a subscriber is:

<u>NAME</u>	<u>ADDRESS</u>
David K. Gordon	6900 S.W. 88th Street Suite A-406 Miami, FL 33156

ARTICLE X - OFFICERS

The Officers of this corporation shall be a President, one or more Vice-Presidents, a Secretary and a Treasurer and such other officers, agents and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such manner hold their offices for such terms, and have each such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices, except that the President shall not be also made the Secretary, or an Assistant Secretary of this Corporation.

ARTICLE XI - INITIAL OFFICERS

The name and street address of the initial officers of this corporation are:

NAME

ADDRESS

David K. Gordon
President

6900 S.W. 88th Street
Suite A-406
Miami, FL 33156

Susan L. Gordon
Vice President/Secretary-Treasurer

6240 S.W. 102nd Street
Miami, FL 33156

ARTICLE XII - REGISTERED AGENT

The registered name and registered street address of the initial registered resident agent of this corporation is:

NAME

ADDRESS

Richard J. Caldwell

1571 N.W. 13th Court
Miami, Florida 33125


ARTICLE XIII

This corporation reserves the right to amend, alter,

change or repeal any provisions contained in the Articles of Incorporation in the manner hereafter proscribed by Law and all rights conferred on stockholders herein are granted, subject to this reservation.

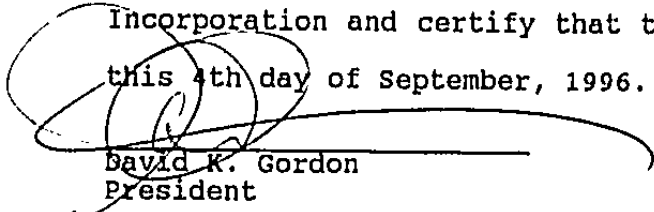
ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



RICHARD J. CALDWELL
REGISTERED AGENT

IN WITNESS WHEREOF, we, the undersigned, being the Subscribing incorporators, have hereunto set our hand and seal for the purpose of forming this corporation under the Laws of the State of Florida, and we hereby, make and file these Articles of Incorporation and certify that the facts stated herein are true, this 4th day of September, 1996.



David K. Gordon
President

rjc\gordon.art

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LAW OFFICE OF
TRACEY SKINNER BROWN

RIVIERA PROFESSIONAL BUILDING
SUITE 304
4675 PONCE DE LEON BOULEVARD
CORAL GABLES, FLORIDA 33146

TELEPHONE (305) 866-8222
FACSIMILE (305) 867-0206

September 11, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Epic Food Corporation

Dear Sir or Madam:

Enclosed find Articles of Dissolution as well as our check in the amount of \$35.00 for filing the Articles with the Division of Corporations. Please return the certified copy of the Articles to me at the above address.

Thank you in anticipation of your cooperation.

Very truly yours,

Tracey S. Brown
Tracey S. Brown

TSB/mdz
Enclosures

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*****35.00 *****35.00

FILED
97 SEP 26 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Desis
LFT 9-29-97

FILED
97 SEP 26 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

1. The name of the corporation is Epic Food Corporation.
2. The corporation was formed on September 6, 1996.
3. The corporation has not issued any shares.
4. No debt of the corporation remains unpaid.
5. Dissolution was authorized on September 10, 1997 to be effective upon acceptance of these Articles by the Florida Secretary of State.
6. The vote cast by the sole director was unanimous and sufficient for approval.

DATED this 11th day of September, 1997.

EPIC FOOD CORPORATION

By

David R. Gordon
Sole Director