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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PRIME CUT AT WESTGATE PLAZA, INC.
AUDIT NUMBER.....H96000015583
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF
PRIME CUT AT WESTGATE PLAZA, INC.

H96000015583

I, the undersigned subscriber to these Articles of Incorporation, being natural competent to contract, hereby form a corporation, pursuant to Chapter 607, Florida Statute, as currently and as shall hereafter be in force and effect; and to the extent that the aforementioned provisions of Chapter 607, Florida Statutes, are not in conflict therewith.

ARTICLE I
NAME

THE name of this corporation is: PRIME CUT AT WESTGATE PLAZA, INC.

ARTICLE II
NATURE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have issued and outstanding at any one time is One Thousand shares of non-assessable common stock having a nominal or par value of One Dollar and No/100 (\$1.00) per share.

PETER P. PARISI, CPA, PA
2832 N.E. 21 Court
Ft. Lauderdale, Florida 33305-3618
(954) 565-1188

(1)

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ARTICLE IV
INITIAL CAPITAL

The amount of capital with which the corporation shall commence business is not less than One Hundred Dollars and No/100 (\$100.00).

ARTICLE V
TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE VI
ADDRESS

The initial street address of the principal office of the corporation in the State of Florida is: 15912 WEST STATE ROAD 84 SUNRISE, FLORIDA 33325. The corporation, may move its principal office place within and without the State of Florida.

ARTICLE VII
MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors. Whenever the context requires, the stockholders shall be deemed Directors of the corporation for the purposes of applying Chapter 607, Florida Statutes. Any action required or permitted by Chapter 607, Florida Statutes to be taken by the Directors or the stockholders shall be taken upon a vote of a majority of the issued and outstanding shares of which he, she or it's recorded owner.

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ARTICLE VIII
SUBSCRIBER

The name, street address and number of shares subscribed for by the initial subscribers of these Articles of Incorporation is:

| <u>NAME</u> | <u>ADDRESS</u> | <u>NO. OF SHARES</u> |
|---------------|--|----------------------|
| DANIEL TURPIN | 17137 NW 13TH. STREET PEMBROKE PINES, FLORIDA | 1,000 |

The initial subscribers certify that the consideration for which they have subscribed is not less than the amount of capital with which the corporation will begin business as set forth in Article IV thereof.

ARTICLE IX
BOARD OF DIRECTORS-MEMBERS

The name and street address of each of the members of the Board of Directors is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|---------------|---|
| DANIEL TURPIN | 17137 NW 13TH. STREET PEMBROKE PINES, FL. |

Unless otherwise provided by the Articles of Incorporation or by-law's each member of the initial Board of Directors shall hold office for the first year of existence of the corporation or until their successors are elected or appointed or have qualified.

(3)

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**ARTICLE X
EXISTENCE**

The corporation shall exist on the 4th day of NOVEMBER, 1996 which date being the day on which the subscribers to these Articles of Incorporation shall purchase and be issued the shares subscribed for.

**ARTICLE XI
INITIAL REGISTERED AGENT**

The initial registered agent shall be DANIEL TURPIN , and his address is 17137 NW 13th Street Pembroke Pines, Florida 33028

**ARTICLE XII
AMENDMENTS**

The corporation may amend or repeal any provision, part or parts of these Articles of Incorporation upon an affirmative vote of a majority of the issued and outstanding stock at duly constituted shareholders meeting.

**ARTICLE XIII
BY-LAWS AND STOCKHOLDERS AGREEMENTS**

The stockholders shall have the power to make, amend or repeal By-Law's or a stockholder's agreement in place of By-Law's concerning all matters and things so long as such By-Law's or stockholder's agreement are not in conflict with these Articles of Incorporation as they are now or hereafter in force and effect.

(4)

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IN WITNESS WHEREOF, I, the undersigned subscribers being the original subscribers to the capital stock herein above described for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles of PRIME CUT AT WESTGATE PLAZA, INC. , hereby declaring and certifying that the fact herein contained are true, and do agree to take the number of shares herein above set forth and hereunto set my hand and seal this
4 th. day of NOVEMBER 1996.

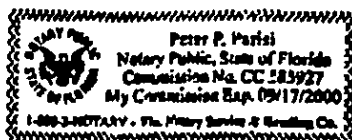

DANIEL TURPIN, PRES/SEC

STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

Before me, the undersigned authority personally appeared Daniel Turpin to me well known and known to me to be the individuals described in and who executed the forgoing Articles of Incorporation and they acknowledge before me that they executed same for purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Ft. Lauderdale, Broward County, State of Florida on this the 4th day of November, 1996.

My Commission Expires: _____



(5)

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In purruance of Chapter 607.34 Florida Statues, the following is submitted, in compliance with said Act.

FIRST-THAT PRIME CUT AT WESTGATE PLAZA, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT THE CITY OF SUNRISE, COUNTY OF BROWARD, STATE OF FLORIDA HAS NAMED DANIEL TURPIN LOCATED AT 17137 NW 13TH STREET CITY OF PEMBROKE PINES , COUNTY OF BROWARD, STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

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 PROVISION OF SAID ACT OF RELATIVE TO KEEPING OPEN SAID OFFICE.

BY: 
REGISTERED AGENT
DANIEL TURPIN

(6)

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*Law Offices of
Sidney Z. Brodie*

150 SOUTH PINE ISLAND ROAD
SUITE 105-B
PLANTATION, FLORIDA 33324
TELEPHONE (954) 472-1900
TELECOPIER (954) 472-3355
E-MAIL: brodie@icanect.net

SIDNEY Z. BRODIE
LEE D. GLASSMAN *

* ALSO ADMITTED TO MARYLAND



AIRPORT EXECUTIVE TOWER 2
PENTHOUSE 1
7270 N.W. 12TH STREET
MIAMI, FLORIDA 33126
TELEPHONE (305) 477-1155
TELECOPIER (305) 477-3860
1-800-255-1826
E-MAIL: brodie@icanect.net

PLEASE REPLY TO:
PLANTATION

July 16, 1997

Division of Corporation
Attn.: Amendment Division
409 East Gaines Street
Tallahassee, Florida 32399

RE: Prime Cut at Westgate Plaza, Inc.

600002240446--5
-07/17/97--01066--006
*****35.00 *****35.00

Dear Sir/Madam:

Please find enclosed herewith Articles of Amendment to Articles of Incorporation which I need to be amended. Also, a check made payable to Division of Corporation in the amount of \$35.00 for the filing of the amendment.

I have enclosed a copy of the Articles of Amendment to be stamped in and sent back to my attention in the Federal Express package provided for your convenience.

Thanking you in advance for your prompt attention to this matter.

Very truly yours,

Holly J. Fortnash
HOLLY J. FORTNASH

HJF/hjf
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Amend/N.C

VFW 7-21-97

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

PRIME CUT AT WESTGATE PLAZA, INC.
(present name)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I (name): The new name of the company will now be known
as DEI SORELLEI, INC., A FLORIDA CORPORATION

ARTICLE VIII (subscriber): The new subscribers are as follows:

DONNA COOPER, 15912 West State Road 84, Sunrise, Florida 33325
JANCIE GARVEY, 15912 West State Road 84, Sunrise, Florida 33325

EACH SHAREHOLDER WILL OWN 500 SHARES OF CORPORATE STOCK ISSUED.

DANIEL TURPIN WILL BE REMOVED FROM BEING A SUBSCRIBER AND SHAREHOLDER

ARTICLE IX (board of directors/members): DANIEL TURPIN IS REMOVED AS
AS A BOARD OF DIRECTOR/MEMBER AND REPLACED WITH THE FOLLOWING
DIRECTORS:

DONNA COOPER, 15912 West State Road 84, Sunrise, FL 33325
- President/Secretary

JANICE GARVEY, 15912 West State Road 84, Sunrise, FL 33325
- Vice President/Treasurer

ARTICLE XI (registered agent): LEE D. GLASSMAN, ESQUIRE
2553 Eagle Run Lane
Weston, Florida 33327

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: JUNE 12, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

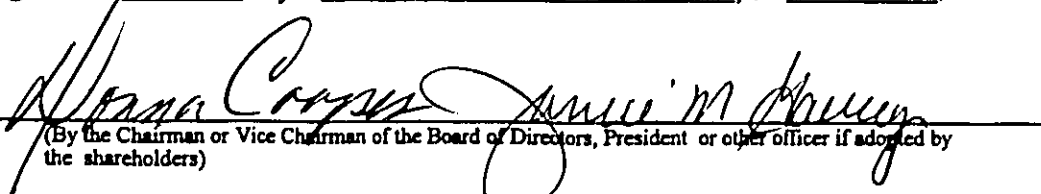
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 12th day of JUNE, 19 97

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

DONNA COOPER, PRESIDENT AND JANICE GARVEY, VICE PRES.

Typed or printed name

PRESIDENT AND VICE PRESIDENT

Title

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED FLORIDA PROFIT CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Florida Profit Corporation is **DEI SORELLI, INC.**
2. The name and address of the registered agent and office is:

LEE D. GLASSMAN, ESQUIRE
2553 Eagle Run Lane
Weston, Florida 33327

Having been named as registered agent and to accept service of process for the above stated Florida Profit 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.



LEE D. GLASSMAN, ESQUIRE



DATE

97 JUL 17 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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