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EMPIRE CORPORATE KIT

22

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
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NAME: FOOD COURT DELIVERY SERVICE, INC,  
AUDIT NUMBER.....H96000017021  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0  
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## ARTICLES OF INCORPORATION

OF

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FOOD COURT DELIVERY SERVICE, INC.

WITNESSETH:ARTICLE I  
NAME

The name of the corporation shall be:

FOOD COURT DELIVERY SERVICE, INC.

ARTICLE II  
PRINCIPAL PLACE OF BUSINESS

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

2455 E. Sunrise Blvd., Suite 905  
Ft. Lauderdale, Florida 33304ARTICLE III  
DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE IV  
PURPOSE(S)

This Corporation is organized for the purposes of transacting any and all lawful business.

ARTICLE V  
CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 per value common stock.

ARTICLE VI  
QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or

TIM A. SHANE, F.A.  
INTERNATIONAL BUILDING . SUITE 905  
2455 EAST SUNRISE BOULEVARD  
FORT LAUDERDALE, FLORIDA 33304  
(954) 561-4551

H96000017021

FBN. 368431

by proxy, shall be required to constitute a quorum at a meeting of shareholders.

**ARTICLE VII**  
**LIMITATION OF CORPORATE POWERS**

The corporate powers of this corporation are as provided in section 617.0302, Florida statutes, unless limited as follows:

No limitations

**ARTICLE VIII**

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

Tim A. Shane  
2455 E. Sunrise Blvd., Suite 905  
Ft. Lauderdale, Florida 33304

**ARTICLE IX**  
**INCORPORATORS**

The name(s) and street address(es) of the incorporator(s) for these articles of incorporation is(are):

Tim A. Shane  
2455 E. Sunrise Blvd., Suite 905  
Ft. Lauderdale, Florida 33304

**ARTICLE X**  
**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 in the manner provided in the Bylaws, but shall never be less than One. The name and address of the initial Director of the corporation is as follows:

Tim A. Shane  
2455 E. Sunrise Blvd., Suite 905  
Ft. Lauderdale, Florida 33304

H96000017021

**ARTICLE XI  
INDEMNIFICATION**

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

**ARTICLE XII  
LIMITATION ON SHAREHOLDERS SUITS**

Shareholders shall not have a cause of action against the Company's Officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissible in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

The undersigned incorporator(s) has(have) executed these articles of incorporation this 26 day of November, 1996.

Signature(s) of the incorporator(s)



Tim A. Shane

\_\_\_\_\_

Tim A. Shane

Typed name of incorporator signing

\_\_\_\_\_

Typed name of incorporator signing

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

Pursuant to the provisions of sections 607.0501, 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: FOOD COURT DELIVERY SERVICE, INC.
2. The name and address of the registered agent and office is:

Tim A. Shane  
2455 E. Sunrise Blvd., Suite 905  
Ft. Lauderdale, Florida 33304

H96000017021

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EMPIRE CORPORATE KIT

P.22/22

H96000017021

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.

SIGNATURE: 

DATE: 11/26/96

FILED  
96 DEC -4 PM 4:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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