

P96000100933

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

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-12/12/96--01115--012  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: Sunlight Catering, Inc.

Enclosed is an original and one (1) copy of the article of incorporation and a check for:

\$ 131.25  
Filing Fee Certified Copy & Certificate.

FROM: SUNLIGHT CATERING, INC.  
1251 NE 108TH STREET #222  
N. MIAMI, FL. 33161  
(305) 895-3301

96 DEC 12 PM 1:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Bmc  
12/13/96

ARTICLES OF INCORPORATION  
OF  
SUNLIGHT CATERING, INC.

FILED  
96 DEC 12 PM 1:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is SUNLIGHT CATERING, INC., and its address is 1251 NE 108th ST. #222, Miami, Florida 33161.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is WILLIAM FERGUSON, and his address is 2820 NW. 135th Street, Opa-Locka, Florida 33054.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have four (4) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are :

<u>NAME &amp; ADDRESS</u>	<u>POSITION</u>
CUINN J. SEALY 1251 NE. 108TH STREET, #222 NORTH MIAMI, FL. 33161	PRESIDENT

KEITH J. RINALDI  
52160 AVENIDA RUBIO  
LA QUINTA, CA. 92253

VICE-PRESIDENT

RAY STEWART  
852 NE 146 STREET  
NORTH MIAMI, FL. 33161

TREASURER

STEPHANIE M. RINALDI  
52160 AVENIDA RUBIO  
LA QUINTA, CA. 92253

SECRETARY

The undersigned incorporator has executed these Articles of Incorporation this 20  
day of October, 1996.

Signature

  
CUINN J. SEALY

Date

10/20/96

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

#### ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

#### ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

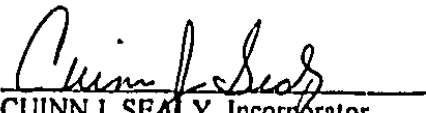
#### ARTICLE IX - INCORPORATORS

The name of the person signing these Articles is CUINN J. SEALY and his address is 1251 NE 108th Street, #222.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

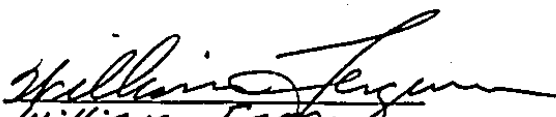
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 21 day of October, 1996.

  
CUINN J. SEALY, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 21 DAY OF October, 1996.

By   
William FERGUSON  
PRINT (Registered Agent)

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

FILED

95 DEC 12 PM 1:27

SECRET  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, OF 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 SUNLIGHT CATERING, INC.
2. The name and address of the registered agent and office is:

WILLIAM FERGUSON  
2820 NW 135TH STREET  
OPA-LOCKA, FL. 33054

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.

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314.