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WILLIAM L. ZVARA, P.A.
ATTORNEY AT LAW

96 DEC 19 PM 2:10

5345 ORTEGA BOULEVARD, SUITE 6
P.O. BOX 49 ORTEGA STATION
JACKSONVILLE, FLORIDA 32210

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TELEPHONE (904) 387-9212
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RECEIVED DATE
1-1-97

<http://www.financelawyer.com>

December 10, 1996

State of Florida
Division of Corporations
New Filings
P.O. Box 6327
Tallahassee, Florida 32314

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-12/19/96--01057--014
*****70.00 *****70.00

Re: Culinary Art Designs, Inc.
Articles of Incorporation & Certificate of Registered Agent

Dear sir / madame:

Enclosed please find two (2) original Articles of Incorporation for the captioned corporation. Enclosed also please find my check for the filing fees of \$70.00 (Articles and registered agent). Please file one original. Please stamp the other original as a conformed copy and return it to me in the enclosed self-addressed, postage prepaid envelope.

Thank you. If I can be of service please call.

Very truly yours,


William L. Zvara

Enclosures

WLZ\2065\Ltr12-10-96

12/23/96

ARTICLES OF INCORPORATION

of

CULINARY ART DESIGNS, INC.

FILED

96 DEC 19 PM 2:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILE DATE

12-1-97

PREAMBLE

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

NAME

The name of this corporation is CULINARY ART DESIGNS, INC.

ARTICLE II

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE III

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this corporation shall be located at 5345 Ortega Boulevard, Suite 9, Jacksonville, Florida 32210. The principal office of this corporation shall serve as the mailing address.

ARTICLE IV

PURPOSE

The purpose of this corporation shall include the transaction of any and all lawful business for which corporations may be incorporated under the laws of the United States and the State of Florida as presently enacted and as it may be amended from time to time.

ARTICLE V

CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 100,000 shares of One Cent (\$0.01) par value common stock, all of which shall be one class of Common Shares. Owners of Common Shares shall have such voting rights as provided in the Bylaws, and shall be entitled to receive the net assets of this corporation upon dissolution.

ARTICLE VI

PREEMPTIVE RIGHTS

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

ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 5345 Ortega Boulevard, Suite 9, Jacksonville, Florida 32210 and the initial registered agent of this corporation at that address is Lee Covington Braithwaite.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The Board of Directors of this corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time in the manner provided in the Bylaws, but shall never be less than one (1). The name and street address of the initial Directors of this corporation who shall serve until a successor is duly elected and qualified is:

Name:

Address:

Lee Covington Braithwaite

5345 Ortega Boulevard, Suite 9
Jacksonville, Florida 32210

Helen Covington

5345 Ortega Boulevard, Suite 9
Jacksonville, Florida 32210

ARTICLE IX

INDEMNIFICATION

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

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended at any meeting of the Board of Directors called for the purpose of considering amendments to the Articles of Incorporation, and such amendments shall become effective upon a majority vote of the Directors present at any regular or special meeting at which a quorum is present, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

EFFECTIVE DATE

These Articles of Incorporation shall be effective as of January 1, 1997.

ARTICLE XII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is:

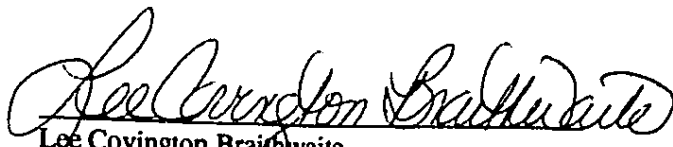
Name:

Address:

Lee Covington Braithwaite

5345 Ortega Boulevard, Suite 9
Jacksonville, Florida 32210

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of December, 1996.


Lee Covington Braithwaite

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 17TH day of December, 1996
by Lee Covington Braithwaite as incorporator.

☒ Personally known, OR

☐ Produced identification; Type of identification produced _____

(NOTARY SEAL)

Wm. L. Zvara
NOTARY PUBLIC



WM L ZVARA
My Commission 00036436
Expires Feb. 28, 2000

CERTIFICATE OF REGISTERED AGENT

FILED

96 DEC 19 PM 2:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Lee Covington Braithwaite, having been named registered agent and designated to accept service of process for CULINARY ART DESIGNS, INC., at the registered office for said corporation at 5345 Ortega Boulevard, Suite 9, Jacksonville, Florida 32210, is familiar with and hereby accepts the appointment as registered agent for said corporation, and hereby accepts the obligations of that position, all pursuant to Section 607.0501, Florida Statutes.

December 17th, 1996


Lee Covington Braithwaite