

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

ATTORNEYS AT LAW

SUITE 401

2200 CORPORATE BOULEVARD, N.W.
BOCA RATON, FLORIDA 33431

TELEPHONE 561-997-9223

TELECOPIER: 561-997-8224

ROBERT J. HUNT
JOSEPH R. COOK
DAVID A. RIGGS
RYNNE E. MEHR
LAWRENCE J. MILLER

* BOARD CERTIFIED MARITIME AND FINANCIAL LAWYERS
FEDERAL AMERICAN AGENTS AND BROKERS, INC.

JOHN J. BIRNBAUM
DAVID A. RIGGS
L. MILLER

96000103393

December 19, 1996

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

200002034832--0
-12/20/96--01039--019
***122.50 ***122.50

Re: J&M Food Service Corp.

Dear Sir/Madam:

We enclose the original and one copy of the Articles of Incorporation for the above-named corporation with Acceptance of Registered Agent and our \$122.50 check in payment of the following fees:

Filing of Articles of Incorporation	\$35.00
Registered Agent Designation	\$35.00
Certified copy of Articles of Incorporation	\$52.50

Please certify the enclosed copy of the Articles of Incorporation and return them, together with the filing receipt, to our offices at the address indicated above.

Thank you for your assistance in this matter.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

BY: 
Jami Lin Hays, Assistant to
Lawrence J. Miller, Esq.

/jlh
Enclosures

96 DEC 20 PM 2:30
MILLER
FEDERAL
EXPRESS

F:\UPDATA\JLM\SCARPAT1\CORPORAT.LTR

**ARTICLES OF INCORPORATION
FOR
J&M FOOD SERVICE CORP.**

56 DEC 20 PM 2:30
RECEIVED
SECRETARY OF STATE
TALLAHASSEE FL 32304

The undersigned, acting as incorporator under the Florida Business Corporation Act, adopts the following Articles of Incorporation for J&M FOOD SERVICE CORP.

1. The name of the corporation is J&M FOOD SERVICE CORP.

2. The principal office of the corporation is:

9045 LaFontana Boulevard
Boca Raton, Florida 33434

3. The corporation shall have authority to issue 1,000 shares of stock, all of one class with a par value of 1¢ per share.

4. The corporation's initial registered office is:

2200 Corporate Boulevard, Suite 401
Boca Raton, Florida 33431

The name of the corporation's initial registered agent at this office is HCRM Corp.

5. The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States or Florida.

6. The number of directors constituting the initial board of directors is two and their names and addresses are:

Lawrence Scarpati
9045 LaFontana Boulevard
Boca Raton, Florida 33434

Beth Scarpati
9045 LaFontana Boulevard
Boca Raton, Florida 33434

7. The name and address of the incorporator is:

HCRM Corp.
2200 Corporate Boulevard, N.W., Suite 401
Boca Raton, Florida 33431

8. The effective date of the corporate existence pursuant to section 607.0203 of the Florida Business Corporation Act shall be the date of filing of these Articles of Incorporation with the Department of State.

Executed and subscribed at Boca Raton, Palm Beach County, Florida on December 18, 1996.

HCRM Corp., as Incorporator

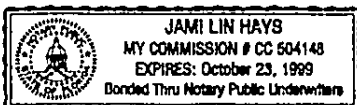
By: Lawrence J. Miller, V.P.
Lawrence J. Miller, Vice President

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of J&M FOOD SERVICE CORP. were acknowledged before me by Lawrence J. Miller, Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 18 day of December, 1996 on behalf of HCRM Corp.

[SEAL]



Jami Lin Hays
Notary Public

My Commission Expires: 10-23-99

Print Name: Jami Lin Hays

Acceptance of Registered Agent

HCRM CORP. hereby accepts the above appointment as registered agent of J&M FOOD SERVICE CORP. and acknowledges that it is familiar with the obligations of that position.

HCRM CORP.

By:

Lawrence J. Miller, Vice President

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was acknowledged before me by Lawrence J. Miller, Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 10th day of December, 1996 on behalf of the Corporation.



Jami Lin Hays
Notary Public

My Commission Expires: 10-23-99

Print Name: Jami Lin Hays

FILED
96 DEC 20 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000103393

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 15, 1997

J&M FOOD SERVICE CORP.
9045 LAFONTANA BLVD.
BOCA RATON, FL 33434

SUBJECT: J&M FOOD SERVICE CORP.
Ref. Number: P96000103393

Debit Memo #: 81220-E

This is to inform you that check #1313 in the amount of \$165.00 submitted with the annual report for J&M FOOD SERVICE CORP. has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after December 15, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (850) 487-6057.

Pat Bailey
Accountant I

Letter Number: 197A00050403