

Savage-Gaston,
Hogan Anderson

790000104283

Joyce Savage-Gaston
Jeffrey D. Hogan*
Jodi M. Anderson**
* Also admitted in Connecticut
** LL.M., Taxation

December 17, 1996

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-12/24/96--01038--011
****122.50 ****122.50

Re: LWA MANAGEMENT, INC.
Effective Date: Upon filing

Dear Sir:

Enclosed are the original and a duplicate copy of the Articles of Incorporation of this proposed corporation.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it to the undersigned.

Also enclosed is a certificate of acceptance as registered agent for service of process within this State.

A check is also enclosed in the total amount of \$122.50 to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Certificate of Incorporation, and the \$35.00 fee for designation of registered agent.

801
North
Magnolia
Avenue
Suite 402

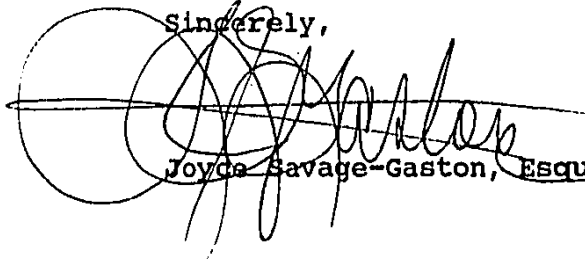
Orlando, Florida
32803-3851

Telephone JSG/wd
407-648-8882 Enclosures

Fax
407-872-5755

Lake
County
352-383-0378

Sincerely,



Joyce Savage-Gaston, Esquire

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 DEC 23 AM 8 03

FILED

12-31-96
KR

ARTICLES OF INCORPORATION OF
LWA MANAGEMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is LWA MANAGEMENT, INC.

ARTICLE TWO

PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 5409 Sago Palm Court, Orlando, Florida 32819. The mailing address of the corporation is P. O. Box 691663, Orlando Florida 32869-1663.

ARTICLE THREE

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of Food Service Management.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class, and shall have a par value of \$100.00 per share.

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 801 North Magnolia Avenue, Suite 402, Orlando, Florida 32819, and the name of its initial registered agent at such address, is Joyce Savage-Gaston.

ARTICLE SEVEN

DIRECTORS

The number of directors constituting the corporation's initial board of directors is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Arthur J. Lee	P.O. Box 691663 Orlando, FL 32869-1663
Delores W. Lee	P.O. Box 691663 Orlando, FL 32869-1663

ARTICLE EIGHT

INCORPORATORS

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Arthur J. Lee	P.O. Box 691663 Orlando, FL 32869-1663

ARTICLE NINE

INDEMNIFICATION

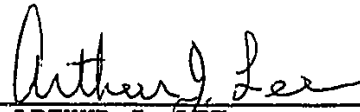
The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE TEN

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

Executed by the undersigned at Orlando, Orange County, Florida
on December 16th, 1996.



ARTHUR J. LEE

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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.

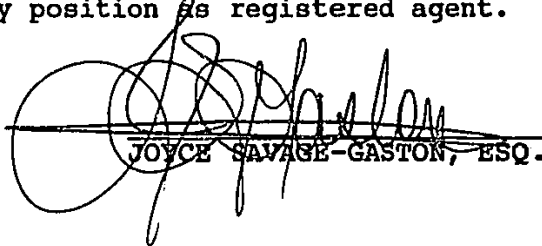
1. The name of the corporation is: LWA MANAGEMENT, INC.
2. The name and address of the registered agent and office is:

JOYCE SAVAGE-GASTON

801 North Magnolia Avenue, Suite 402

Orlando, Florida 32803

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.


JOYCE SAVAGE-GASTON, ESQ.

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96 DEC 23 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA