

P97000008380



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 237077 80974A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 27, 1997

ORDER TIME : 10:0 AM

ORDER NO. : 237077-005

CUSTOMER NO: 80974A

CUSTOMER: Beverly Donnelly, Legal Asst  
POPKIN SHURPIN & MACCARI,  
P.A.  
Suite 114  
2499 Glades Road  
Boca Raton, FL 33431

FILED  
97 JAN 27 AM 8:32  
TALLAHASSEE, FLORIDA  
SECRET

200002069042--4  
-01/27/97--01015--006  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: ~~HI-LIFE~~ <sup>FOOD-TIME</sup> RESTAURANTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: \_\_\_\_\_

W97-1968  
KR 1-28

KR 129.97

RECEIVED  
96 JAN 27 AM 11:26  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**POPKIN & SHURPIN, P.A.**

*Attorneys at Law*  
2499 GLADES ROAD, SUITE 114  
BOCA RATON, FLORIDA 33431

EDWARD D. POPKIN\*  
BARBRA T. SHURPIN\*\*

BOCA RATON (561) 394-8333  
PALM BEACH (561) 734-5507  
BROWARD (954) 484-6200  
FAX (561) 394-8413

\* ALSO ADMITTED IN NEW YORK  
\*\* ALSO ADMITTED IN MASSACHUSETTS

January 24, 1997

Attn: New Filings  
Secretary of State  
State of Florida  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32309

Re: HI-LIFE RESTAURANTS, INC.

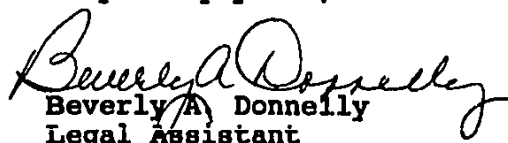
Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Incorporation of the above referenced corporation for filing with the Secretary of State together with a check in the amount of \$122.50.

Kindly return to this office a conformed copy of the Articles of Incorporation together with your receipt.

Your prompt attention will be greatly appreciated.

Very truly yours,

  
Beverly A. Donnelly  
Legal Assistant  
Enclosures



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 28, 1997

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

SUBJECT: HI-LIFE RESTAURANTS, INC.  
Ref. Number: W97000001968

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for HI-LIFE RESTAURANTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 397A00004194

RECEIVED  
97 JAN 28 PM 4: 27  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

FOOD-TIME RESTAURANTS, INC.

97 FILED  
JAN 27 AM 8:32  
SECRET  
TALLAHASSEE, FLORIDA

The undersigned acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. The name of this corporation is:

FOOD-TIME RESTAURANTS, INC.

2. The period of this corporation is perpetual.

3. The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

4. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES of common stock all of one class, having a par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

5. The address of its principal office is:

21716 Wapford Way  
Boca Raton, FL 33486

and the name of its initial Registered Agent is Popkin & Shurpin, P.A. at 2499 Glades Road, Suite 114, Boca Raton, Florida 33431.

6. The number of directors constituting its initial Board of Directors is one, whose name and address is:

Paul D. Wiseberg  
21716 Wapford Way  
Boca Raton, FL 33486

7. The name and address of the Incorporator is:

Paul D. Wiseberg  
21716 Wapford Way  
Boca Raton, FL 33486

8. These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all directors and all stockholders sign a written instrument manifesting their intention that a certain amendment to these Articles of Incorporation be made.

DATED this 24 day of January, 1997.

  
Paul Wiseberg

STATE OF FLORIDA     )

ss:

COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared Paul Wiseberg, who is well known to me and is the person described in and who subscribed the foregoing Articles of Incorporation and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official

seal at Boca Raton, Florida, in said County and State this 24 day  
of January, 1997.

Beverly A. Donnelly  
NOTARY PUBLIC, STATE OF FLORIDA  
BEVERLY A. DONNELLY

My commission expires:

OFFICIAL NOTARY SEAL  
BEVERLY A. DONNELLY  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC455133  
MY COMMISSION EXP. APR. 24, 1999

**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

FOOD-TIME RESTAURANTS, INC.:"

desiring to organize under the laws of the State of Florida with it's principal office as indicated in the Articles of Incorporation in the City of Boca Raton, County of Palm Beach, State of Florida, has named:

POPKIN & SHURPIN, P.A.  
2499 GLADES ROAD, SUITE 114  
BOCA RATON, FLORIDA 33431

as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

POPKIN & SHURPIN, P.A.

BY: 

Edward D. Popkin  
President

SECRET  
TALLAHASSEE, FLORIDA

97 JAN 27 AM 8 32

FILED