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LETTER OF TRANSMITTAL

DATE: JANUARY 1,1997

500002075026--5 -01/31/97--01070--008 ****122.50 ****122.50

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

RE:

CATERING CLUB OF SW FL.INC.

GENTLEMEN :

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION TOGETHER WITH A CHECK IN THE AMOUNT OF 122.50.

THIS REPRESENTS THE COST OF FILING FEES. FIND INCLOSED CERTIFIED COPY OF ARTICELES OF INCORORATION AND FEES FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

VERY TRULY YOURS, JACKIE RUSSO

(individual's name)

| PH 2: 1

MAILING ADDRESS OF CORPORATION

425 N.W. 17TH PL.

CAPE CORAL , FL 33909

PHONE NUMBER

(941) 283-4423

ARTICLES OF INCORPORATIONS

OF

CATERING CLUB OF SW FL., INC.

NAME OF CORPORATION

THE UNDERSIGNED SUBSCRIBER (S) TO THESE ARTICLES OF INCORPORATION. NATURAL PERSON (S) COMPETENT TO CONTRACT HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I- CORPORATE NAME
THE NAME OF THE CORPORATION IS:
CATERING OF CLUB OF SW FL., INC.

ARTICLE II - DURATION
THE CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANISED FOR THE PURPOSE OF
ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE
LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK
THE CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES
(100) OF COMMON STOCK 100 dollars (100) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGN "COMMON SHARES)."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT JACKIE RUSSO
THE PRINCIPAL OFFICE. IF KNOWN, OR THE MAILING ADDRESS OF THE CORPORATION IS:

JACKIE RUSSO
ADDRESS: 425 N W 17TH PL.
CAPE CORAL, FL. 33909

THIS CORPORATION SHALL HAVE TWO (2) DIRECTORS OR MORE INITIALLY. THE NUMBER OF DIRECTORS MAY EITHER INCREASED OR DIMINISED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESS OF THE INITIAL DIRECTORS OF THE CORPORATION ARE AS FOLLOWS:

NAME JACKIE RUSSO 7 ADDRESS 425 N W 17TH PL. CAPE CORAL, FL. 33909

NAME STEPHEN DI SCLAFANI -ADDRESS: 425 N W 17TH PL CAPE CORAL, FL 33909 RHONDA BANKS

NAME 425 N W 17TH PL

ARTICLE VII - INCORPORATIONS:

THE NAME AND ADDRESS OF THE INCORPORATORS SIGNING THE ARTICILES OF THE INCORPORATION THIS - FIRST DAY OF JANUARY, 1997

(SEAL)

Stephen Oskolafora

V/P Rhonde M. Danks

JACKIE RUSSO PRES
425 N.W. 17TH PL
CAPE CORAL, FL 33909
STEPHEN DISCLAFANI
425 N W 17TH PL
CAPE CORAL, FL 33909
RHONDA BANKS
425 N W 17TH PL
CAPE CORAL, FL 33909

t tehing or beginning

JANUARY 1 ,1997

STATE OF FLORIDA COUNTY OF LEE

BEFORE ME, A NOTARY PUBLIC, AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE. PERSONALL APPEARED:

JACKIE RUSSO, STEPHEN DI SCLAFANI, AND RHONDA BANKS KNOWN TO ME AND KNOWNED TOBE THE PERSON(S) WHO EXCUTED THE FOREGOING ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT THEY EXCUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL. IN THE STATE AND COUNTY AFORESAID, THIS 1ST, DAY OF JANUARY, 1997

PEGGY J. WILLIAMS NOTARY

DAGE

PEGGY J WILLIAMS
My Commission CC471228
Expires Jul. 10, 1999
Bonded by ANS
800-668-5678

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTED AGENT

CERTIFICATE OF REGISRERED AGENT OF

CATERING CLUB OF SW FL., INC. Name of corporation PURSUANT TO FLORIDA STATUTES SECTION 48.091 AND 607.0501. THE FOLLOWING IS SUBMITTED : CATERING CLUB OF SW FL., INC. THE ABOVE CORPORATION DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA. WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION. 425 N.W. 17TH PL. CAPE CORAL, FL. 33909 ______ JACKIE RUSSO HAS NAMED -----LOCATED AT THE AFORESAID ADDRESS, ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE ACKNOWLEDGEMENT JACKIE RUSSO

HAVING BEEN NAMED AS REGISTED AGENT TO ACCEPT SERVICE OF PROCESS FOR TH ABOVE STATED CORPARATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, AND BEING FAMILIAR WITH OBLIGATIONS OF THAT POSITION. I HEREBY ACCEPT TO ACT IN IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE. JACKIE, RUSSO

 $\eta_{\rm ame}$ of registered agent)