

P97000032118



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 324382 80888A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizzuto

ORDER DATE : April 9, 1997

ORDER TIME : 10:44 AM

ORDER NO. : 324382-005

CUSTOMER NO: 80888A

800002138018--5

CUSTOMER: Michael P. Striar, Esq
MICHAEL P. STRIAR, ESQ

Suite 500
4601 Sheridan Street
Hollywood, FL 33021

DOMESTIC FILING

NAME: SUPERIOR FOOD PRODUCTS, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS: _____

FILED
97 APR -9 PM 12:00
TALLAHASSEE, FLORIDA
RECEIVED
97 APR -9 AM 11:31
DIVISION OF CORPORATION

84 APR - 9 1997

ARTICLES OF INCORPORATION
OF
SUPERIOR FOOD PRODUCTS, INC.

FILED
97 APR -9 PM 12:00
TALLAHASSEE, FLORIDA

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is SUPERIOR FOOD PRODUCTS, INC.

ARTICLE II - DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be on the date of filing these Articles of Incorporation with the Secretary of State.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of owning and operating a restaurant.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of stock which the corporation is authorized to have outstanding is 500 shares of common stock of no par value. Holders of common stock are entitled to vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

ARTICLE V - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The initial principal office of this corporation in the State of Florida is 505 Ponderosa Drive, St. Cloud, Florida 34769. The name and street address of the initial registered agent of

the corporation in the State of Florida are Michael P. Striar, Esquire, 4601 Sheridan Street, Suite 500, Hollywood, Florida 33021.

ARTICLE VI - DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the By-laws of the corporation.

The name and street address of the initial directors of this corporation are: LEE GREENE, 505 Ponderosa Drive, St. Cloud, Florida 34769; and STEVEN SELLERS, 7528 Arlington Expressway, Apartment 705, Jacksonville, Florida 32211.

ARTICLE VII - INITIAL OFFICERS OF CORPORATION

The corporation shall have the following officers:

STEVEN SELLERS - President

LEE GREENE - Secretary/Treasurer

The number of officers may be increased or decreased from time to time by amendment to, or in the manner provided in the By-laws of the corporation.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are Michael P. Striar, Esquire, 4601 Sheridan Street, Suite 500, Hollywood, Florida 33021.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XI - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of April, 1997.


Michael P. Striar, Incorporator

STATE OF FLORIDA

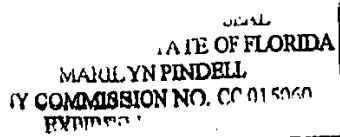
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MICHAEL P. STRIAR, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation and he is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in
the State and County aforesaid this 8th day of April, 1997.

Marlyn Pindell
Notary Public, State of Florida

My commission expires:



CERTIFICATE OF RESIDENT AGENT
OF
SUPERIOR FOOD PRODUCTS, INC.

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

That SUPERIOR FOOD PRODUCTS, INC., desiring to organize under the laws of the State of Florida with its principal office at 505 Ponderosa Drive, St. Cloud, Florida 34769, has named Michael P. Striar, Esquire, located at 4601 Sheridan Street, Suite 500, Hollywood, Florida 33021, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

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

DATED this 8th day of April, 1997.


MICHAEL P. STRIAR, Resident Agent

TALLAHASSEE, FLORIDA

97 APR -9 PM 12:00

FILED