

Roosa, Sutton, Burandt & Adamski

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PA 7000033456
April 9, 1997

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Chef Vollen's, Inc.

Gentlemen:

Enclosed are the original and one copy of Articles of Incorporation and Certificate Designating Place of Business or Domicile for the Service of Process Within Florida, Naming Agent Upon Whom Process May Be Served of Chef Vollen's, Inc. Please mail file marked copies of the documents to me in the enclosed, self-addressed, stamped envelope.

Also enclosed is our firm's check in the amount of \$70.00 for the filing fee.

Very truly yours,

Larry D. Sutton

LARRY D. SUTTON

LDS:ly

Enc.

cc: Mr. Vollen C. Loucks

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[Signature]

**ARTICLES OF INCORPORATION
OF CHEF VOLLEN'S, INC.**

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

**ARTICLE ONE
NAME**

The name of the corporation is Chef Vollen's, Inc.

**ARTICLE TWO
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE
PURPOSES**

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General 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 foregoing business.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR
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 Ten Dollars (\$10.00) per share.

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ARTICLE FIVE
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 12901 McGregor Blvd., Suite 6, Fort Myers, Florida 33919, and the name of its initial registered agent at such address is Vollen C. Loucks.

ARTICLE SIX
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is six. The name and address of each person who is to serve as a member of the initial board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
Charles R. Smith	631 S.W. 21st Circle Boyton Beach, FL 33426
Kathyrn Smith	631 S.W. 21st Circle Boyton Beach, FL 33426
David B. Wiest	2208 S.E. 26th Street Cape Coral, FL 33904
Solange T. Wiest	2208 S.E. 26th Street Cape Coral, FL 33904
Vollen C. Loucks	10947 Meadowlark Cove Drive Fort Myers, FL 33908
Laura E. Loucks	10947 Meadowlark Cove Drive Fort Myers, FL 33908

ARTICLE SEVEN
INCORPORATORS

The name and address of each incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Charles R. Smith	631 S.W. 21st Circle Boyton Beach, FL 33426

Kathyrn Smith

631 S.W. 21st Circle
Boyton Beach, FL 33426

David B. Wiest

2208 S.E. 26th Street
Cape Coral, FL 33904

Solange T. Wiest

2208 S.E. 26th Street
Cape Coral, FL 33904

Vollen C. Loucks

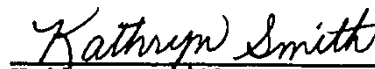
10947 Meadowlark Cove Drive
Fort Myers, FL 33908

Laura E. Loucks

10947 Meadowlark Cove Drive
Fort Myers, FL 33908

9th Executed by the undersigned at Cape Coral, Florida, on the
day of April, 1997.


Charles R. Smith


Kathryn Smith


David B. Wiest


Solange T. Wiest


Vollen C. Loucks


Laura E. Loucks

TO: The Department of State
Tallahassee, Florida 32304

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

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

Chef Vollen's, Inc., with its place of business at 12901 McGregor Blvd., Suite 6, Fort Myers, Florida 33919, has named Vollen C. Loucks, 10947 Meadowlark Cove Drive, Fort Myers, Florida 33908, as its agent to accept service of process within Florida.

Dated the 9th day of April, 1997.

Vollen C. Loucks
Vollen C. Loucks, President

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated the 9th day of April, 1997.

Vollen C. Loucks
Vollen C. Loucks
Registered Agent

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