

LAW OFFICES OF

WM. NEWT HUDSON

WM. NEWT HUDSON  
CHARLES M. PHILLIPS

23 WEST TARPON AVENUE  
TARPON SPRINGS, FLORIDA 34689

TARPON SPRINGS (813) 938-2004  
FAX (813) 934-9960

• June 20, 1997

**P47000055297**

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32304

RE: Sunrise Produce & Deli, Inc.

Gentlemen:

Please find enclosed an original and one copy of Articles of Incorporation for the above-named corporation. In addition, please find enclosed a check in the amount of \$122.50 which represents the following fees:

Filing fee	\$ 35.00
Certified copy	\$ 52.50
Registered Agent fee	\$ 35.00
=====	
	\$122.50

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-06/23/97--01027--009  
\*\*\*\*122.50 \*\*\*\*122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter will be greatly appreciated. Please feel free to give me a call should you have any questions.

Yours truly,

*Donna J. Mercer*

Donna J. Mercer  
for: WM. NEWT HUDSON

/dm  
Enc.

EFFECTIVE DATE  
6-20-97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 23 AM 10:09

6-24-97  
W3

ARTICLES OF INCORPORATION  
OF  
SUNRISE PRODUCE & DELI, INC.

EFFECTIVE DATE  
6-20-97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 23 AM 10:09

I, the undersigned subscriber to these Articles of Incorporation, natural person, competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be SUNRISE PRODUCE & DELI, INC. Its principal place of business shall be 2010 Drew Street, Clearwater, Florida 34625.

ARTICLE II

This corporation is organized for the purposes of transacting any and all lawful business as authorized under the laws of the State of Florida or any other state, country or territory under which it may qualify to do business; and more particularly, it shall have all the powers set forth in Florida Statutes Chapter 607 and particularly 607.011, and any and all other powers incidental to the conducting of its business and any and all other similar or like services.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock, all of one class, having \$1.00 par value.

ARTICLE IV

This corporation is to exist perpetually, commencing with the date of subscription and acknowledgement of these Articles of

Incorporation so long as these Articles of Incorporation are filed with the Department of State, State of Florida, within five (5) working days, exclusive of weekends and legal holidays, after subscription and acknowledgement thereof, and are subsequently approved by the Department of State, State of Florida, and all filing fees and taxes have been paid. Otherwise the date of the corporation's existence shall begin when the Articles of Incorporation have been filed with the Department of State, State of Florida, and are approved by it, and all filing fees and taxes have been paid.

#### ARTICLE V

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

#### ARTICLE VI

The names and post office addresses of the first Board of Directors for the corporation, subject to the provisions of the Articles of Incorporation, the By-Laws of this corporation, the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, said directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
George Dellis	331 North Safford Ave. Tarpon Springs, FL 34689

ARTICLE VIII

Meetings of the Board of Directors and meetings of the stockholders of the corporation may be held in or without the State of Florida.

ARTICLE IX

The corporation shall have as its initial registered agent, George Dellis, 331 North Safford Avenue, Tarpon Springs, Florida 34689, who shall acknowledge acceptance of said position by Affidavit.

ARTICLE X

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the Board of Directors of the corporation.

ARTICLE XI

The subscriber of these Articles of Incorporation and post office addresse is as follows:

NAME

ADDRESS

George Dellis

331 North Safford Ave.  
Tarpon Springs, FL 34689

ARTICLE XII

The original By-Laws of this corporation shall be made, prepared and adopted by the Board of Directors of the corporation by a majority vote thereof, thereafter said By-Laws may be amended by the Board of Directors by a majority vote of the Directors present at any regular meeting of said Board, or at any special

meeting called for such purpose as the majority of the Directors present.

ARTICLE XIII

The Articles of Incorporation may be amended in any manner as provided for by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by the majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement attesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the undersigned has hereunto subscribed my hand and affixed my seal to these Articles of Incorporation this 20th day of June, 1997.

Signed, Sealed and Delivered  
in the presence of:

Charles Phillips  
Witness/

George Dellis  
George Dellis

Donna J. Mercer  
Witness/

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this 20th day of June, 1997, by George Dellis, who [ ] is personally known to me; or who [x] has produced a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State ( D420-318-75-377-0 ) and ( ) as identification and who (did/did not) take an oath.

Donna J. Mercer  
Notary/  
Commission No.:

DONNA J. MERCER  
Notary Public - State of Florida  
My Commission Expires May 19, 2001  
Commission # CC633714

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 with Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First -- SUNRISE PRODUCE & DELI, INC. desiring to organize  
under the laws of the State of Florida with its principal office,  
as indicated in the Articles of Incorporation at the City of  
Clearwater, County of Pinellas, State of Florida, has named George  
Dellis, 331 North Safford Avenue, Tarpon Springs, Florida 34689, as  
its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above  
stated corporation, at 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.

George Dellis  
George Dellis/Resident Agent

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 23<sup>rd</sup>  
day of June, 1997, by George Dellis, who [ ] is personally known to  
me; or who has produced ☒ a Driver's License or Non-Driver's I.D.  
issued by Florida or any other U.S. State (D420-318-75-87a8-0  
identification and who (did/did not) take an oath.

Donna J. Mercer  
Notary/  
Commission No.:

DONNA J. MERCER  
Notary Public - State of Florida  
My Commission Expires May 19, 2001  
Commission # CC633714

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 23 AM 10:00