

P97000063619

DATE: 7/16/97

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

100002243941--7  
-07/22/97--01081--013  
\*\*\*122.50 \*\*\*122.50

DEAR SIR:

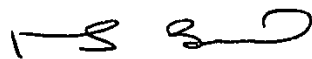
ENCLOSED PLEASE FIND ARTICLES OF INCORPORATION FOR:

T.L.C. FOODS, INC.

ALSO ENCLOSED IS A CHECK IN THE AMOUNT OF \$122.50.

IF YOU REQUIRE ANYTHING ELSE PLEASE DO NOT HESITATE TO GIVE  
OUR OFFICE A CALL AT 954-796-1900

SINCERELY,



BRUCE S. BUTLER  
BUTLER AND COMPANY

9709 W. Sample Rd  
Coral Springs FL  
33065

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 22 AM 11:46

25  
7/23

ARTICLES OF INCORPORATION

ARTICLE I - NAME

THE NAME OF THE CORPORATION IS:

T.L.C. FOODS, INC.  
ARTICLE II

THIS CORPORATION SHALL HAVE PERPETUAL EXISTANCE COMMENCING ON THE DATE OF THE FILING OF THESE ARTICLES WITH THE DEPARTMENT OF STATE.

ARTICLE III

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY OR ALL LAWFUL BUSINESS AS: FOOD TRADER

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES OF \$1.00 PAR VALUE COMMON STOCK WHICH SHALL BE DESIGNATED COMMON SHARES.

ARTICLE - V - PRE-EMPTIVE RIGHTS

EVERY SHAREHOLDER UPON THE SALES OF CASH OF ANY NEW STOCK OF THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE.

ARTICLE VI - INITIAL REG. OFF. & AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 9709 WEST SAMPLE ROAD, CORAL SPRINGS, FL. 33065 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THE ADDRESS IS BRUCE S. BUTLER.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ( 1 ) DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME BY THE BY-LAWS. THE NAMES AND ADDRESSES OF THE INITIAL BOARD OF DIRECTORS OF THIS CORPORATION ARE:

NAME:

ADDRESS:

TIMOTHY C. DILLON

3200 SOUTH CONGRESS AVE. S.F.A. 201  
BOYNTON BEACH, FL. 33426

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DIVISION OF CORPORATIONS  
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ARTICLE VIII - INCORPORATORS

THE NAME AND THE ADDRESS OF EACH PERSON SIGNING THESE ARTICLES IS:

TIMOTHY C. DILLON                      3200 SOUTH CONGRESS AVE. STE. 201  
BOYNTON BCH. 33426

ARTICLE IX - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE X - AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION ON THIS 16 DAY OF JULY, 1997.

*[Signature]*

SUBSCRIBER

-----  
SUBSCRIBER

STATE OF FLORIDA  
COUNTY OF BROWARD

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

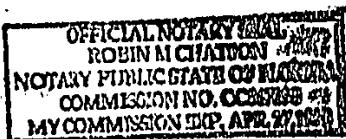
TIMOTHY DILLON

BE AND KNOWN BY ME THE PERSONS WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUNTY ON THIS 16, DAY OF JULY, 1997

*[Signature]*

NOTARY PUBLIC  
STATE OF FLORIDA, AT LARGE



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

IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES THE  
FOLLOWING IS SUBMITTED:

FIRST - THAT ( NAME OF CORPORATION)  
T.L.C. FOODS, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE  
OF FLORIDA WITH IT'S PRINCIPAL PLACE OF BUSINESS AT:  
3200 CONGRESS AVE. BOYNTON BEACH, FL. 33426

STATE OF FLORIDA HAS NAMED BRUCE S. BUTLER (REGISTERED  
AGENT) LOCATED AT 9709 WEST SAMPLE ROAD, CORAL SPRINGS, FL.  
33065 STATE OF FLORIDA AS IT'S AGENT TO ACCEPT SERVICE OF  
PROCESS WITHIN THE STATE OF FLORIDA.

SIGNATURE:   
CORPORATE OFFICER

TITLE: PRESIDENT  
DATE: JULY 16, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY AGREE TO COMPLY WITH THE PROVISIONS OF  
ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY  
DUTIES.

SIGNATURE:   
REGISTERED AGENT

DATE: JULY 16, 1997

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 22 AM 11:46

P970800063620

TRANSMITTAL LETTER

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

000002243520--0  
-07/22/97--01030--002  
\*\*\*78.75 \*\*\*78.75

SUBJECT: Land ONE Development Company  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Victor C. Mantell  
Name (Printed or typed)

3235 Cardinal Dr. #260  
Address

Vero Beach Florida 32963  
City, State & Zip

561-234-5025  
Daytime Telephone number

97 JUL 22 AM 11:31

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

NOTE: Please provide the original and one copy of the articles.

7-23-97  
WS

## ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be:

Land One Development Company

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3235 Cardinal Dr. Suite 260  
Vero Beach Florida 32963

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Victor C. Mantell  
3235 Cardinal Dr. #260 Vero Beach Florida 32963

### ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Victor C. Mantell  
3235 Cardinal Dr. #260  
Vero Beach Fla. 32963

Victor C. Mantell

Signature/Incorporator

7-11-97

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Victor C. Mantell

Signature/Registered Agent

7-11-97

Date

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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