

PA7000064128

JOHN SCHUMACHER
12708 BARRETT DRIVE
TAMPA, FL 33624
(813) 265-9696

July 18, 1997

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

600002244146--7
-07/22/97--01106--020
*****70.00 *****70.00

RE: Filing of Articles of Incorporation for Francheska, Inc.

Enclosed is the Articles of Incorporation for Francheska, Inc. Also enclosed is a check for 70.00 to cover the register agent and filing fees.

Please mail charter number acceptance letter or any other correspondence on these matters to the following address. Thank you!

John Schumacher
12708 Barrett Drive
Tampa, FL 33624

Respectfully,


John Schumacher

Enclosure: Check Number 5211

FILED
97 JUL 22 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
FOR
FRANCHESKA, INC.

97 JUL 22 PM 12:46
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, subscribers to these Articles of Incorporation, each a natural person competent to contract, do hereby associate ourselves to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is Francheska, Inc.

ARTICLE II

The purpose of the corporation is to provide various types of prepared meals to the public. It may also engage in any lawful transactions in the State of Florida and the United States.

ARTICLE III

This corporation shall have perpetual existence.

ARTICLE IV

The amount of capital with which this corporation shall begin business is five-hundred Dollars (\$500.00).

ARTICLE V

The maximum number of shares that this corporation is authorized to have outstanding at any one time is five-hundred (500) shares of common stock having a nominal or par value of One and No/100 Dollars (\$1.00) per share.

ARTICLE VI

The registered agent shall be Laurent Courbin. The registered office and principal office is to be 17100 Gulf Blvd., North Redington Beach, Florida, 33708. The Board of Directors may, from time to time, designate such other post office address and place for the principal office of this corporation as it may see fit.

ARTICLE VII

The number of Directors of this corporation shall never be less than one (1). The number of Directors may be increased or diminished from time to time, By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

The name and address of the members of the first Board of Directors and incorporators are:

Name

Address

Laurent Courbin

2012 E. Idlewild Ave.
Tampa, FL. 33610

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided 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 a majority of stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

(1) Any action taken by the Directors of this corporation, or by members of an Executive Committee of the Directors of this corporation, without a Special Meeting shall never-the-less be Board or Committee action if written consent to the action in question is signed by all the Directors or Members of the Committee, as the case may be, and filed with the Minutes of the proceedings of the Board of Directors, whether done before, or after the action to be taken.

(2) Any action of the stockholders of this corporation may be taken without a meeting consent in writing, setting forth action so taken, shall be signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records. Such consent shall have the same force and effect as the unanimous vote of the stockholders and may be stated as such on any certificate or documents.

(3) Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of Section 1244 of the Internal Revenue Code.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Laurent Courbin
Incorporator and Registered Agent
Laurent Courbin

FILED
97 JUL 22 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County, the named above to take acknowledgements, personally appeared Laurent Courbin known to be the person described as the subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to the Articles of Incorporation.

Witnesseth, my hand and the official seal in the County and State named above this 10, day of June, 1997.

Barbara J. Franklin
Commission expires _____

COL
6/15/97 52033 2480
WM

