

LAW OFFICES OF  
  
FREEDMAN & VEREBAY, P.A.

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Bruce H. Freedman  
*Board Certified-Civil Trial*  
Layne Verebay  
*Attorney At Law*  
Arthur Drotzer, *Of Counsel*  
Susan W. Freedman, R.N.  
*Paralegal*

FILED  
SEP - 8 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 4, 1997

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

000002287470--5  
-09/08/97--01133--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Express Deli, Inc.

Dear Sir:

Enclosed please find the articles of incorporation for the above referenced corporation and my check in the sum of \$70.00.

Please be advised that I do not want a certified copy.

Very truly yours,

Layne Verebay

LV/jc  
Enclosure

P. Hall  
SEP - 9 1997

**ARTICLES OF INCORPORATION**

**OF**

**EXPRESS DELI, INC.**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - CORPORATE NAME**

The name of this corporation is:  
EXPRESS DELI, INC.

**ARTICLE II - NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida. The principal place of business is

100 N. BISCAYNE BLVD.  
MIAMI, FL 33132

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock of one class only with a par value of one dollar (\$1.00) per share.

The consideration to be paid for each share shall be payable in lawful money or property, labor or service.

**ARTICLE IV - TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing upon the filing of these articles.

**ARTICLE V - RESIDENT AGENT AND INITIAL RESIDENT OFFICE**

The Resident Agent and the street address of the initial Resident Office of this corporation in the State of Florida shall be:

LAYNE VEREBAY  
190 N.E. 199th Street  
Suite 204  
North Miami, Florida 33179

The Officers of this corporation may from time to time move the Registered Office to any other address in the State of Florida.

**ARTICLE VI - BOARD OF DIRECTORS**

The number of members of the initial Board of Directors shall be one. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the shareholders but shall never be less than one. The name and address of initial Director is:

VICTOR DELGADO  
100 N. BISCAYNE BLVD.  
MIAMI, FL 33132

**ARTICLE VII - OFFICERS**

The names and addresses of the initial officers of this corporation are:

President:  
VICTOR DELGADO  
100 N. BISCAYNE BLVD.  
MIAMI, FL 33132

Treasurer:  
VICTOR DELGADO  
100 N. BISCAYNE BLVD.  
MIAMI, FL 33132

Secretary:  
VICTOR DELGADO  
100 N. BISCAYNE BLVD.  
MIAMI, FL 33132

**ARTICLE VIII - INCORPORATORS**

The name and address of the person signing these articles is:

VICTOR DELGADO  
100 N. BISCAYNE BLVD.  
MIAMI, FL 33132

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
\_\_ day of September, 1997.




VICTOR DELGADO, President, Treasurer  
Secretary, and Incorporator

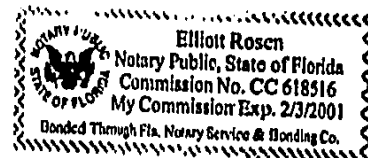
STATE OF FLORIDA     )  
                                  ) SS  
COUNTY OF DADE     )

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared VICTOR DELGADO to me known to be the person described in and who executed the foregoing articles of incorporation, and acknowledges before me that said person subscribed to those articles of incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the county and state last aforesaid this 3 day of September, 1997.

  
NOTARY PUBLIC STATE OF FLORIDA  
AT LARGE  
ELLIOTT ROSEN

MY COMMISSION EXPIRES:



ACCEPTANCE OF APPOINTMENT AND  
AGREEMENT TO ACT AS RESIDENT AGENT FOR  
VICTOR DELGADO

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, LAYNE VEREBAY, have been nominated to act in the capacity of RESIDENT AGENT, to the above named Florida Corporation, and to accept service of process and other legal process on behalf of the said corporation, and do agree to serve in that capacity until further notice is served upon the Secretary of State.

My address for which service can be effected is:

190 N.E. 199th Street  
Suite 204  
North Miami, Florida 33179

ACCEPTED this 3 day of September, 1997.

  
LAYNE VEREBAY