

P970000102816

S

4:35 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

-(((H97000020049 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ASHLEY'S DELIUI, INC.

AUDIT NUMBER.....H97000020049

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:15:27

FILED
97 DEC -8 AM 10:39
SEALAND STATE
TALLAHASSEE, FLORIDA

B. McKnight DEC 08 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 5, 1997

EMPIRE

SUBJECT: ASHLEY'S DELI, INC.
REF: W97000027171

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000020049
Letter Number: 597A00057442

H97000020049

FILED
97 DEC -8 AM 8:39
SEAL AND OFFICE STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ANNA'S DELI, INC.**

In compliance with the requirements of F. S. Chapter 607, the undersigned being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation shall be:

ANNA'S DELI, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE III

1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having \$1.00 par value.

2. The capital stock may be paid for with property, labor or services at a just valuation to be fixed by the incorporators, or by the directors at a meeting called for such purpose or at the organization meeting.

3. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of its capital stock and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the Directors of the company may decide.

H97000020049

LAWRENCE M. KUPFER, ESQUIRE
FLORIDA BAR NO. 142785
KUPFER, KUPFER & SKOLNICK, P. A.
1700 UNIVERSITY DRIVE
CORAL SPRINGS, FL 33071
(305) 755-3600

H97000020049

ARTICLE IV

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE V

The existence of the corporation is perpetual.

ARTICLE VI

The street address of the initial registered office of this corporation is:

10264 West Sample Road
Coral Springs, FL 33065

and the initial registered agent of this corporation at the above is:

DIANA FORTNER

ARTICLE VII

The business of the corporation shall be managed by a Board of Directors consisting of not less than one nor more than nine persons.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors who, unless provided by the Articles of Incorporation, or by the By-Laws, shall hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified, are as follows:

NAMES

DIANA FORTNER

ADDRESSES

11313 N.W. 45th Street
Coral Springs, FL 33065

ARTICLE IX

The names and street address of the party signing the Articles of Incorporation as subscriber is:

NAMES

DIANA FORTNER

ADDRESSES

11313 N.W. 45th Street
Coral Springs, FL 33065

H97000020049

ARTICLE X

H97000020049

The Board of Directors shall be elected at the annual meeting of the shareholders of the corporation by a majority vote of those shareholders attending said meeting in person or by proxy.

ARTICLE XI

Shares of the capital stock of this corporation shall be issued initially to the following:

DIANA FORTNER

100 Shares

ARTICLE XII

The corporation shall indemnify any officer or director or any former officer or director, to the full extent by law.

ARTICLE XIII

Every shareholder upon the sale for cash or any new stock of this corporation of the same kind, class, or series as that which he already, holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE XIV

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.

ARTICLE XV

The principal place of business of this corporation is:

**10264 West Sample Road
Coral Springs, FL 33065**

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 23 day of December, 1997.


DIANA FORTNER, Incorporator

H97000020049

H97000020049

ACKNOWLEDGMENT:

Having been named initial registered agent for the above-stated corporation, at the initial registered office designated, I heroby accept to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open said office.


DIANA FORTNER, Registered Agent

FILED
97 DEC -8 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000020049