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January 2, 1998

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

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-01/05/98--01059--001
****122.50 ****122.50

RE: V-MAN CATERING, INC.

Dear Sir/Madam:

Please find enclosed an original and one (1) copy of the articles of incorporation for the above referenced corporation. We have also enclosed check number 556 in the amount of \$122.50 for the filing fee.

If there are any questions or concerns please contact our office at the letterhead address or telephone number.

Sincerely,


EVELYN L. JACKSON
Legal Assistant

/elj

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
V-MAN CATERING, INC.

The undersigned, desiring to form a corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is **V-MAN CATERING, Inc.**

ARTICLE II: PURPOSE

This corporation is organized for the purpose of establishing a catering business.

ARTICLE III: PRINCIPAL OFFICE

The street address of the principal office is 1650 Hamilton Street, Jacksonville, Florida 32210.

The mailing address of V-Man Catering, Inc., is the same as the street address for the principal office.

ARTICLE IV: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1650 Hamilton Street, Jacksonville, Florida 32210, and the name of the initial registered agent of this corporation at the address is Virgil Woodard.

ARTICLE V: DURATION

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are filed.

ARTICLE VI: CAPITAL STOCK

- (a) Authorized Shares. This corporation is authorized to issue six hundred shares of stock all of which will be of the same class. The par value shall be \$1.00 per share.
- (b) Preemptive Rights. Shareholders shall have no preemptive rights.
- (c) Capital Stock. The capital of the corporation shall be at least equal to the sum of

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the aggregate par value of all issued shares having par value, plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(d) Voting. Each share of common stock shall have equal and full voting powers and rights, and the holders of record thereof shall be entitled to one vote for each share so held. At all meetings of shareholders a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

(e) Corporate Liquidation and Dissolution. In the event of voluntary liquidation, dissolution or winding up of the corporation, the holders of record of the common stock shall be entitled to receive distribution, ratable, of the remaining assets of the corporation.

(f) Cumulative Voting. Cumulative voting shall not be permitted.

(g) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as allowed by law.

(I) Transferability. The transferability of all issued and outstanding stock shall be governed by the applicable Florida Statutes.

ARTICLE VII: DIRECTORS

(a) Number. The corporation shall have three (3) directors initially. The number of directors may be decreased or increased from time to time by bylaws adopted by the shareholders.

(b) Initial Board of Directors. The name and address of the directors, until the first annual meeting of the shareholders, is as follows:

- | | | |
|----|-------------------------|---|
| 1. | Virgil Woodard | 2835 Homestead Road
Orange Park, Florida 32065 |
| 2. | Bobby Woodard | 8405 W. Central Avenue, #902
Wichita, Kansas 67212 |
| 3. | Artensia Woodard | 3751 S. W. Park South Court, #205
Topeka, Kansas 66609 |

(c) Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation

therefor in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII: BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX: INCORPORATOR

The name and street address of the incorporators of this corporation is:

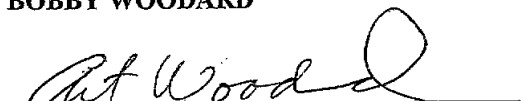
Virgil Woodard	2835 Homestead Road Orange Park, Florida 32065
Bobby Woodard	8405 W. Central Avenue, #902 Wichita, Kansas 67212
Artensia Woodard	3751 S. W. Park South Court, #205 Topeka, Kansas 66609

IN WITNESS WHEREOF, I have made, signed and hereby acknowledge these

Articles of Incorporation as of this 30th day of December 1997.


VIRGIL WOODARD


BOBBY WOODARD


ARTENSIA WOODARD

CERTIFICATE OF DESIGNATION

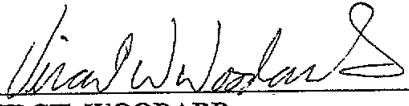
Registered Agent/Registered Office

Pursuant to the provisions of Section 607.0501 Statutes, the undersigned corporation, organized

under the laws of the State of Florida, submits the following statement in designating the
Registered Office/Registered Agent in the State of Florida:

1. The name of the corporation is V-Man Catering, Inc.
2. The name of the Registered Agent is Virgil Woodard. The street and mailing

address of the Registered Office is 1650 Hamilton Street, Jacksonville, Florida 32210.



VIRGIL WOODARD


BOBBY WOODARD


ARTENSIA WOODARD


HAVING BEEN NAMED, as Registered Agent for this Corporation at the registered
office designated in the foregoing Articles of Incorporation, the undersigned accepts the
designation.

Dated on 30th day of December, 1997.


VIRGIL WOODARD, Registered Agent

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me on this 30th day of December,
1997, by Virgil Woodard.


STEPHANIE POUGH
Notary Public at Large

