

P98000021757



Action Paralegal Service

7000 Lake Underhill Road
Orlando, Florida 32822

407-658-7606

March 4, 1998

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

RE: M & G FOOD SERVICE, INC.

Dear Clerk:

Enclosed please find the Article of Incorporation and Registered Agent for M & G FOOD SERVICE, INC. Also enclosed is check # 1550 for seventy dollars, (\$70.00) to cover the cost of recording.

If you have any questions contact me at Action Paralegal Service (407) 658-7606.

Sincerely,

A handwritten signature in cursive script, appearing to read "Virginia H. Bell".

Enclosure
Article of Incorporation
Registered Agent
check # 1550

700002449357--2

-03/06/98--01070--007

*****70.00 *****70.00

FILED

98 MAR -6 AM 9:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
3/9/98

FILED

98 MAR -6 AM 9:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

M & G FOOD SERVICES, INC.

The undersigned, acting as incorporator of a corporation pursuant to chapter 607, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

M & G FOOD SERVICES, INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

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

1509 WOODFIELD OAKS DR.
APOPKA, FL 32825

ARTICLE III PURPOSE

The specific purpose(s) for which the corporation is organized is (are):

OWNERS OF SOBIKS SUBS RESTAURANTS

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

By appointment of the Officers

ARTICLE V OFFICERS

The following are the officers:

GARY C. FRAZIER, President and Secretary
MICHAEL W. KNAPKE, Vice-President and Treasurer

ARTICLE VI STOCKS

There will be 100 shares of common stock with no par value held by 50 % each by the two officers.

ARTICLE VII LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 607.0302, Florida Statutes.

ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

MICHAEL W. KNAPKE, 1509 Woodfield Oaks Dr. Apopka, FL 32703.

ARTICLE IX INCORPORATORS

The name and street address of the Incorporator for these Article of Incorporation is:

MICHAEL W. KNAPKE, 1509 Woodfield Oaks Dr. Apopka, FL 32703
GARY C. FRAZIER, 9130 Palos Verde Dr. Orlando, FL 32825

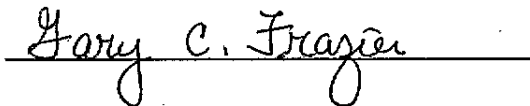
The undersigned Incorporator has executed these Articles of Incorporation this 4 day of March, 1998.

Signature of the Incorporators



MICHAEL W. KNAPKE

Typed name of Incorporator signing



GARY C. FRAZIER

Typed name of Incorporator signing

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement is designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is:

M & G FOOD SERVICES, INC., 1509 Woodfield Oaks Dr. Apopka, FL 32703.

2. The name of and address of the registered agent and office is:

MICHAEL W. KNAPKE, 1509 Woodfield Oaks Dr. Apopka, FL 32703.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATION 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.

SIGNATURE: _____

Michael M. Knapke

DATE

3/4/98