

P98000026572

March 9, 1998

Enclosed you will find the Articles of Incorporation for a new corporation to be called UP THE RIVER FOOD AND SUPPLIES, INC. You will also find a check in the amount of \$122.50 to cover various fees.

I am also requesting that you authorize the issuance of one hundred shares of stock.

The incorporators are

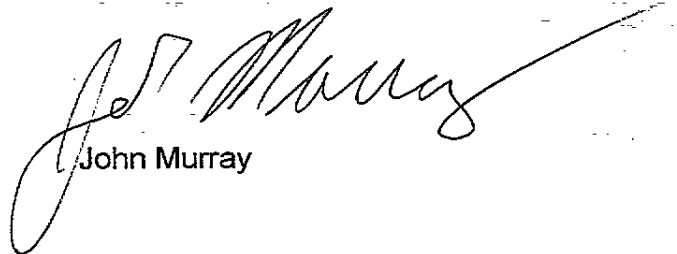
Lawrence Kusnitz
2794 Boot Lane
Weston, Florida 33331
and
John Murray
2091 N.W. 93 rd Lane
Sunrise, Florida 33322

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***122.50 ***122.50

Thank you for your assistance.



Lawrence Kusnitz



John Murray

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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03-23-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 17, 1998

LAWRENCE KUSNITZ
2794 BOOT LANE
WESTON, FL 33331

SUBJECT: UP THE RIVER FOOD AND SUPPLIES, INC.
Ref. Number: W98000005958

We have received your document for UP THE RIVER FOOD AND SUPPLIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Only one person or entity may serve as registered agent for the corporation. Please delete one of the names designated as registered agent.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 698A00014419

**ARTICLES OF INCORPORATION
OF
UP THE RIVER FOOD AND SUPPLIES, INC.**

The undersigned hereby make, subscribe, and acknowledge and file these Articles for the purpose of becoming a corporation under the laws of the State of Florida.

1. The name of this corporation shall be:
UP THE RIVER FOOD AND SUPPLIES, INC.
2. The corporation is to have perpetual existence
3. The corporation shall be authorized to engage in any business activity permitted under the laws of the State of Florida and the United States of America.
4. The maximum number of shares which the corporation shall have the authority to issue be One Hundred (100) all of which shall be common stock without par value.
- 4 The principal office of the corporation shall be located at :
5 2692 North University Drive
Sunrise, Florida 33322
(954) 741-1044 Phone

Pursuant to Chapter 48.091, Florida Statutes, the following named person is designated as resident agent for this corporation to accept service of process within the State of Florida.

Lawrence Kusnitz
2704 Boot Lane
Weston, Florida 33331

- 7 The name and address of the incorporator is:

Lawrence Kusnitz
2704 Boot Lane
Weston, Florida 33331

Said incorporator is over the age of twenty-one (21), is Sui Juris, and a citizen of the United States of America

One (1) director shall constitute the initial board of directors of the Corporation, but the By-Laws may provide for such increase or decrease in number as authorized by law

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

8 The name and address of the members of the initial board of directors is:

Lawrence Kusnitz
2704 Boot Lane
Weston, Florida 33331

9 Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation the _____ day _____ of _____ 1998.

Lawrence Kusnitz

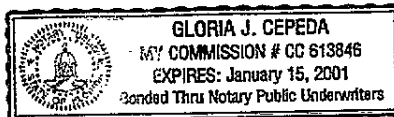
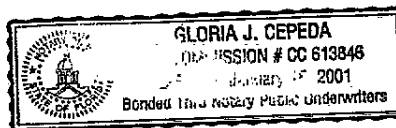
STATE OF FLORIDA
COUNTY OF BROWARD

Before me the undersigned notary, personally appeared Lawrence Kusnitz who is to me well known to be the persons described in and who subscribed the above foregoing Articles of Incorporation UP THE RIVER FOOD AND SUPPLIES INC. an who freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above named county and state this 20 day November of 98 1998

Notary public
State of Florida at Large

My commission Expires



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DIVISION OF CORPORATIONS

STATE OF FLORIDA
DEPARTMENT OF STATE

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Certificate designation place of business or domicile for the service of process within this state, naming agent upon whom process may be served and name and address of officer and director:

The following is submitted in compliance with chapter 48.091 Florida Statutes UP THE RIVER FOOD AND SUPPLIES, INC. a corporation organized or organized under the laws of the State of Florida, with its principal office at 2692 NORTH UNIVERSITY DRIVE, SUNRISE FLORIDA 33322 appoints LAWRENCE KUSNITZ as its agent to accept service of process within the state.

At the time of filing no officers have been elected for the corporation.

The directors of the corporation are Lawrence Kusnitz whose address is 2704 Boot Lane, Weston, Florida 33331.

ACCEPTANCE:

I, Lawrence Kusnitz, agree, as resident agents, to accept Service of Process: to keep the office open during prescribed hours and to post my name as authorized to accept process in some conspicuous place in the office.

Lawrence Kusnitz

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, the undersigned notary, did appear Lawrence Kusnitz well known to me as the persons described the above acceptance as registered agent for UP THE RIVER FOOD AND SUPPLIES, INC.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above named county and state this 20 day of March 1998.

My Commission Expires

Gloria J. Cepeda
Notary Public

