



LAW OFFICES

**STEINBERG, SLEWETT  
& YAFFE, P.A.**

767 ARTHUR GODFREY ROAD  
MIAMI BEACH, FLORIDA 33140-9998  
DADE (305) 538-2344  
BROWARD (305) 462-2344  
FAX (305) 538-0419

PAUL B. STEINBERG (FLA. & D.C.)  
ROBERT D. SLEWETT (FLA.)  
ROBERT H. YAFFE (FLA.)  
MORRIS L. STEINBERG (N.Y.)

\* PLEASE REPLY TO OUR  
MIAMI BEACH OFFICE

March 27, 1998

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: S C, Inc.

600002475806--6  
-04/01/98--01089--005  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:


Enclosed herewith please find the original and  
copies of the Articles of Incorporation of S  
C, Inc., duly executed by the Incorporator and  
Registered Agent thereof.

I am also enclosing a check in the amount of  
One hundred twenty-two dollars and 50/100  
(\$122.50) representing the fee for the filing  
of these Articles of Incorporation and a  
certified copy.

Please return same to my office via the  
enclosed envelope.

Should you have any questions, please contact  
the undersigned.

Very truly yours,

  
ROBERT H. YAFFE  
For the firm

RHY/em  
enc.

FILED  
98 APR 10 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



NEW YORK OFFICE  
574 FIFTH AVENUE  
2ND FLOOR  
NEW YORK, N.Y. 10036  
(212) 391-2080



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 3, 1998

ROBERT H. YAFFE, ESQUIRE  
767 ARTHUR GODFREY ROAD  
MIAMI BEACH, FL 33140-9998

SUBJECT: S C, INC.  
Ref. Number: W98000007468

We have received your document for S C, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 198A00017876



LAW OFFICES

**STEINBERG, SLEWETT  
& YAFFE, P.A.**

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ROBERT D. SLEWETT (FLA.)  
ROBERT H. YAFFE (FLA.)  
MORRIS L. STEINBERG (N.Y.)

\* PLEASE REPLY TO OUR  
MIAMI BEACH OFFICE

April 9, 1998

Via Federal Express

Secretary of State  
Attn: Dana Calloway,  
Document Specialist  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: Joe's Prime Meats, Inc.

Dear Ms. Calloway:

Enclosed herewith please find the original and copies of the Articles of Incorporation of Joe's Prime Meats, Inc., submitted in lieu of S C, Inc., duly executed by the Incorporator and Registered Agent thereof. I also enclose a copy of your letter of April 3, 1998.

You retained our check in the amount of \$122.50 representing the fee for the filing of these Articles of Incorporation and a certified copy.

Please return same to my office via the enclosed envelope.

Should you have any questions, please contact the undersigned.

Very truly yours,

ROBERT H. YAFFE  
For the firm

RHY/em  
encls.

NEW YORK OFFICE  
574 FIFTH AVENUE  
2ND FLOOR  
NEW YORK, N.Y. 10036  
(212) 391-2080

**FILED**  
98 APR 10 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**JOE'S PRIME MEATS, INC.**

**FILED**  
**98 APR 10 AM 11:23**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I.**  
**Name**

JOE'S PRIME MEATS, INC.

**ARTICLE II.**  
**Nature of Business**

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III.**  
**Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having Five dollar (\$5.00) par value. The corporation will begin business with Five hundred dollars (\$500.00) in capital. The proceeds of stock subscribed for will be at least as much as the amount necessary to begin business.

**ARTICLE IV.  
Principal Place of Business**

The street address of the 9429 Harding Avenue, Surfside, FL 33154, or such other location as the Board of Directors may designate.

**ARTICLE V.  
Term of Existence**

This corporation shall exist perpetually.

**ARTICLE VI.  
Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one.

**ARTICLE VII.  
Subscriber**

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

Steve Rothkin  
9429 Harding Avenue  
Surfside, FL 33154

**ARTICLE VII.  
Registered Office and Registered Agent**

The street address of the initial registered office of this corporation is 767 Arthur Godfrey Road, Miami Beach, Florida 33140, and the name of the initial registered agent of this corporation at that address is Robert H. Yaffe.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Miami Beach, Dade County, Florida, for the uses and purposes aforesaid, this 27 day of March, 1998.

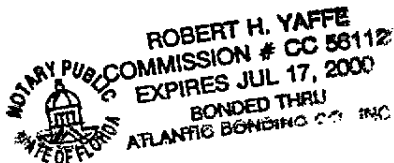
purposes aforesaid, this 27 day of March, 1998.

  
\_\_\_\_\_  
**Steve Rothkin**  
Subscriber

STATE OF FLORIDA )  
                          )ss:  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared **Steve Rothkin** known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State aforesaid this 27 day of March, 1998.



  
\_\_\_\_\_  
**NOTARY PUBLIC**  
State of Florida at Large

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the foregoing appointment as registered agent for **JOE'S PRIME MEATS, INC.** and agrees to comply with the provisions of these Articles and the applicable Florida Statutes.

Dated this 7<sup>th</sup> day of April, 1998.



**Robert H. Yaffe**  
Registered Agent

**FILED**  
98 APR 10 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA