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~~yummy's inc~~
Yummy's Garden Cafe, Inc.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 26, 1999

EMPIRE

SUBJECT: YUMMY'S INC.
REF: W99000001945

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THE NAME CONFLICT IS YUMMY CORP.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

YUMMY'S GARDEN CAFE, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the laws of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is:

YUMMY'S GARDEN CAFE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence. The corporate existence commences at the date of execution and acknowledgment of these Articles on the 21st day of January, 1999.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

A. For transacting any or all business permitted under the laws of the United States of America and the laws of the State of Florida.

B. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange, and generally deal in real estate and personal property of every kind, nature and description wheresoever located, tangible

This instrument prepared by:
Michael J. Osman, Esq.
2250 S.W. Third Avenue, Ste. 100
Miami, Florida 33129
(305) 856-7334 Fla. Bar #060190

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and intangible, and including choses in action, either as owner, or broker, agent or factor.

C. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

D. To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful purposes.

ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 150 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of

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fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL PRINCIPAL OFFICE AND AGENT

The street and address of the initial PRINCIPAL office of this corporation is 11155 S.W. 112th Avenue, Miami, Florida 33176. The name of the initial registered agent of this corporation at that address is Randall Nathan Shapiro.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and address of the initial director of this corporation until the first annual meeting of shareholders or until his successor is elected and shall qualify is:

NAME	ADDRESS
Randall Nathan Shapiro	11942 S.W. 81st Road Pinecrest, Florida 33156

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles is:

NAME	ADDRESS
Randall Nathan Shapiro	11942 S.W. 81st Road Pinecrest, Florida 33156

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders

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is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the uses and purposes herein stated this 22nd day of January, 1999.


Randall Nathan Shapiro

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME an officer authorized to take acknowledgements in the state and county set forth above, personally appeared

Randall Nathan Shapiro

to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed same freely and voluntarily for the uses and purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official, in the state and county aforesaid, this 22nd day of January, 1999.


Notary Public State of Florida/
At Large



My commission expires:

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STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
JUN 28 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED AND NAMES AND ADDRESSES OF THE
OFFICERS AND DIRECTORS

The following information is submitted in compliance with
the provisions of Fla.Stat. Sec. 48.091:

YUMMY'S GARDEN CAFE, INC.

a corporation organized under the laws of the State of Florida,
with its principal office located at 11155 S.W. 112th Avenue,
Miami, Florida 33176 has named Randall Nathan Shapiro, 11155 S.W.
112th Avenue, Miami, Florida 33176 as its agent to accept
service within this state.

The names and addresses of the officers and directors of the
above named corporation are:

NAME	POSITION	ADDRESS
Randall Nathan Shapiro	President,	11155 S.W. 112th Avenue
	Vice President	Miami, Florida 33176
	Secretary	
	Treasurer	
	Director	

Randall Nathan Shapiro
Randall Nathan Shapiro, President

The undersigned, having been named to accept service of
process for the above-named corporation, hereby agrees to act in
such capacity.

Randall Nathan Shapiro
Randall Nathan Shapiro

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