

LAW OFFICES OF  
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April 13, 1999

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: **THE RUSSO FAMILY DELI & BAKERY, INC.**

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation concerning the above proposed corporation, together with our firm's check in the amount of \$78.75 representing your filing fee. If all is in order, kindly file the Articles and return a certified copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,

*Kelly DeVore*

Kelly DeVore  
Secretary

encl.

FILED  
99 APR 23 PM 12:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

APR 20 1999

*De*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 19, 1999

KELLY DEVORE, ESQUIRE  
4 OLD KINGS ROAD NORTH  
SUITE B  
PALM COAST, FL 32137

SUBJECT: THE RUSSO FAMILY DELI & BAKERY, INC.  
Ref. Number: W99000009200

We have received your document for THE RUSSO FAMILY DELI & BAKERY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

ARTICLES STATES THERE IS TWO PRINCIPAL ADDRESS. PLEASE DELETE AN ADDRESS.

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: 299A00020101

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

of

THE RUSSO FAMILY DELI & BAKERY, INC.

The undersigned incorporators of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

THE RUSSO FAMILY DELI & BAKERY, INC.

ARTICLE II. NATURE OF BUSINESS

The purpose of the corporation is to engage in any business activities permitted under the laws of the State of Florida, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and whole owner of such

stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares of common stock with a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

### ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

### ARTICLE V. ADDRESS

The street address of the initial principal office of this corporation in the State of Florida is 218 Moody Boulevard, Flagler Beach, FL 32136. The initial mailing address of this corporation is 22 Evansville Lane, Palm Coast, FL 32137. The Board of Directors may, from time to time, move the principal office or mailing address to any other addresses in Florida.

### ARTICLE VI. DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the stockholders.

### ARTICLE VII. INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Heather C. Russo	22 Evansville Lane Palm Coast, FL 32137

The officers of the corporation shall be:

Heather C. Russo	- President
Salvatore Russo	- Vice President
Amanda Russo	- Secretary/Treasurer

ARTICLE VIII. INCORPORATORS

The name and post office address of each incorporator of these Articles of Incorporation is:


<u>Name</u>	<u>Address</u>
Heather C. Russo	22 Evansville Lane Palm Coast, FL 32164

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be Heather C. Russo, 22 Evansville Lane, Palm Coast, Florida 32164, to accept service of process within this State as to this corporation. The Registered Agent and office of the Corporation may be changed by the Corporation at anytime in accordance with the provisions of Florida law.

  
HEATHER C. RUSSO

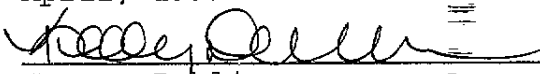
STATE OF FLORIDA  
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Heather C. Russo, to me personally known to be the person described as incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation. Declarant produced drivers license as identification and did not take an oath.

WITNESS my hand and official seal in the County and State named above this 13th day of April, 1999.



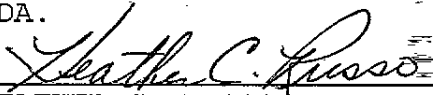
Kelly Devore  
My Commission CC799157  
Expires December 23 2002

  
Notary Public  
My commission expires:


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST: THAT THE RUSSO FAMILY DELI & BAKERY, INC., DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH  
ITS PRINCIPAL PLACE OF BUSINESS AT 218 MOODY BOULEVARD, FLAGLER  
BEACH, FL 32136, HAS NAMED HEATHER C. RUSSO, 22 EVANSVILLE LANE,  
PALM COAST, FL 32164 AS ITS REGISTERED AGENT AND OFFICER TO ACCEPT  
SERVICE OF PROCESS WITHIN FLORIDA.

  
HEATHER C. RUSSO  
DATE: 4-13-99, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

  
HEATHER C. RUSSO  
REGISTERED AGENT  
DATE: 4-13-99, 1999

FILED  
99 APR 23 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA