

P990010570

OCCHIALI, INC.
HEMISPHERE CENTRE
3042 N.W. 82nd Ave.
Miami, Florida 33122
Tel: (305) 470-2828
Fax: (305) 470-2339

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CHEFS TO GO, COM, INC. (Corporation Name) (Document #) 300003068343--4
-12/13/99--01131--003
*****78.75 *****78.75
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

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| <input type="checkbox"/> Walk in | <input type="checkbox"/> Pick up time | <input type="checkbox"/> Certified |
| <input type="checkbox"/> Mail out | <input type="checkbox"/> Will wait | <input type="checkbox"/> Certificate of Status |
| <input type="checkbox"/> Photocopy | | |

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

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Examiner's Initials PH 12/16/99

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ARTICLES OF INCORPORATION

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS: **ChefsToGo.com, Inc.**

ARTICLE II - PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS PERMITTED UNDER THE LAWS OF FLORIDA.

ARTICLE III - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 100,000 SHARES OF ONE AND 00/100 DOLLAR (\$1.00) PER VALUE COMMON STOCK.

ARTICLE IV - PREEMPTIVE RIGHTS

EVERY STOCKHOLDER, UPON THE SALE FOR CASH OF ANY COMMON STOCK OF THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE V - RESTRICTIONS ON TRANSFER OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING AND IN THE AMOUNT SET OPPOSITE THEIR NAMES:

FORTUNATO FARACHE	75,000
ADRIAN GIANNINI	15,000
RICARDO WARMAN	10,000

SHARES HELD BY THE INITIAL SHAREHOLDER LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHERS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN WHICH, SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED IN WRITTEN AGREEMENT BY THE SINGLE MAJORITY SHAREHOLDER (S) OF THE CORPORATION.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

THE MAILING ADDRESS AND THE CORPORATION'S PRINCIPAL OFFICE IS:

ChefsToGo.com, Inc.
3042 N.W. 82nd AVE.
MIAMI, FL 33122

ARTICLE VII - REGISTERED OFFICE AND AGENT

THE INITIAL REGISTERED OFFICE ADDRESS AND THE INITIAL AGENT OF THIS CORPORATION IS:

FORTUNATO FARACHE
3042 NW 82nd AVE.
MIAMI, FL 33122

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ARTICLE VIII - INITIAL BOARD OF DIRECTOR

THIS CORPORATION SHALL HAVE 3 DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE LAWS. THE INITIAL DIRECTORS ARE:

FORTUNATO FARACHE
ADRIAN GIANNINI
RICARDO WARMAN

ARTICLE IX - INITIAL OFFICERS

THE NAME AND ADDRESS OF THE INITIAL OFFICER IS:

FORTUNATO FARACHE
President
3042 NW 82nd AVE.
MIAMI, FL 33122

ARTICLE X - INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THE ARTICLE IS:

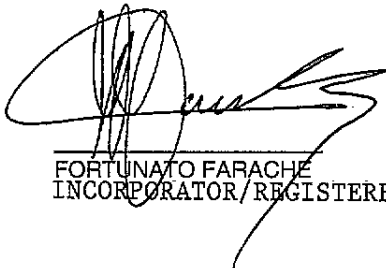
FORTUNATO FARACHE
3042 NW 82nd AVE.
MIAMI, FL 33122

ARTICLE XI - BY LAWS

THE POWER TO ADOPT, ALTER, AMEND OR APPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND MUST BE APPROVED BY THE SINGLE MAJORITY OF THE SHAREHOLDER (S) OF THE CORPORATION.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLE OF INCORPORATION THIS DECEMBER 10th, 1999.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT.



FORTUNATO FARACHE
INCORPORATOR/REGISTERED AGENT