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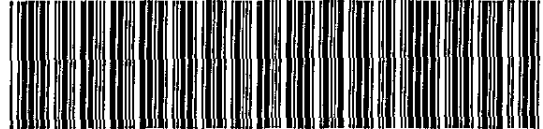
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[Signature]

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May 13, 2003

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⁺ American Board of Trial Advocates

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Re: PANS FOODS, Inc.
Our File No. New

Gentlemen:

Enclosed for filing are an original and one copy of the Articles of Incorporation of PANS FOODS, Inc. Also enclosed is our check in the sum of \$70.00, representing \$35.00 for the filing fee and \$35.00 for the registered agent fee.

Please return a conformed copy of the Articles of Incorporation to me.

Thank you for your cooperation. If you have any questions, please contact me.

Sincerely,

BLANCHARD, MERRIAM,
ADEL & KIRKLAND, P.A.


Lauren E. Merriam, III

LEM/wgh
Enclosures
cc: Pans Foods, Inc.

ARTICLES OF INCORPORATION
of
PANS FOODS, INC.

FILED
03 MAY 15 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is **PANS FOODS, INC.**

ARTICLE II
DURATION

The period of duration of the corporation is perpetual.

ARTICLE III
PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States of America and Florida.

ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial principal office of the corporation is 10850 SW 105th Street, Ocala, Florida 34481, and the mailing address is 10850 SW 105th Street, Ocala, Florida 34481.

ARTICLE V
CAPITAL STOCK

The corporation is authorized to issue 1,000 shares, all of one class, at ONE and 00/100 (\$1.00) DOLLAR par value.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered office and agent of this corporation is:

- | | |
|------------------------|---|
| (A) Registered Agent: | NORMA STEPHENS |
| (B) Registered Office: | 10850 SW 105 th Street
Ocala, Florida 34481 |

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

NORMA STEPHENS
10850 SW 105th Street
Ocala, Florida 34481

ALAN SNIDER
c/o 10850 SW 105th Street
Ocala, Florida 34481

PAMELA SNIDER
c/o 10850 SW 105th Street
Ocala, Florida 34481

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is:

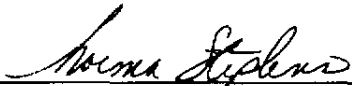
NORMA STEPHENS
10850 SW 105th Street
Ocala, Florida 34481

ARTICLE IX
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to these Articles, and any right conferred upon the shareholders is subject to this reservation.

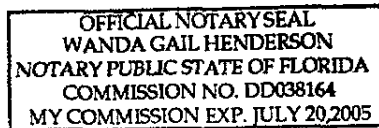
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this
____ day of May, 2003.


NORMA STEPHENS

STATE OF FLORIDA)
COUNTY OF MARION)

The foregoing instrument was acknowledged before me this 13th day of May, 2003, by
NORMA STEPHENS, who is personally known to me or who has produced
____ as identification.




(Print Name)
Notary Public, State of Florida
My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for the above corporation for the purpose of
accepting service of process at the registered office designated in the Articles of Incorporation, I
accept such appointment and am familiar with and accept the obligations of that position.

DATED this 13th day of May, 2003.


NORMA STEPHENS
Registered Agent