

NOV 19 2004 10:45 AM JACK R. LOVING OF 10
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From: Account Name : JACK R. LOVING, P.A.
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2004 NOV 19 A 9 36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Hallandale Food Systems, Inc.

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ARTICLES OF INCORPORATION
OF
HALLANDALE FOOD SYSTEMS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Hallandale Food Systems, Inc.

The corporation's principal office and/or mailing address: 113 Southwest 11th Court, Suite C, Fort Lauderdale, Florida 33315

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all legal business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the registered agent's office of this corporation is 1323 Southeast Third Avenue, Fort Lauderdale, Florida 33316 and the name of the initial registered agent of this corporation is Jack R. Loving.

Prepared By:
Jack R. Loving, P.A.
1323 Southeast Third Avenue
Fort Lauderdale, Florida 33316
(954) 764-1005

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director(s) initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name(s) and address(es) of the initial Director(s) of this corporation is:

Daniel B. Ashlin
113 Southwest 11th Court, Suite C
Fort Lauderdale, Florida 33315

Bradley D. Ashlin
113 Southwest 11th Court, Suite C
Fort Lauderdale, Florida 33315

ARTICLE VIII - INCORPORATOR

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

Daniel B. Ashlin
113 Southwest 11th Court, Suite C
Fort Lauderdale, Florida 33315

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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 is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on Nov 17, 2004.

[Signature]
Daniel B. Ashlin

STATE OF FLORIDA
COUNTY OF BROWARD

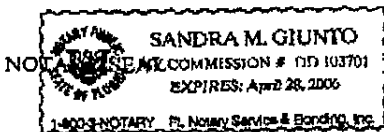
The foregoing instrument was acknowledged before me this 17th day of November, 2004 by Daniel B. Ashlin who is personally known to me or who has produced a valid Florida Driver's License as identification and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 17th day of NOVEMBER, 2004.

[Signature]
NOTARY PUBLIC

SANDRA M. GIUNTO
PRINT NAME

MY COMMISSION EXPIRES: 4/26/2006



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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 HALLANDALE FOOD SYSTEMS INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FORT LAUDERDALE, STATE OF FLORIDA, HAS NAMED JACK R. LOVING AT 1323 SOUTHEAST THIRD AVENUE, FORT LAUDERDALE, FLORIDA 33316, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: *[Signature]*

DANIEL B. ASHLIN

TITLE: INCORPORATOR

DATE:

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 ACCEPT TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: *[Signature]*
Jack R. Loving
(REGISTERED AGENT)

DATE: *Nov. 17, 2004*

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TALLAHASSEE, FLORIDA