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networks PHINITE HALL ACCOUNT NO. : 07210000032 REFERENCE : 091178 AUTHORIZATION : COST LIMIT : \$ PPD ORDER DATE : September 19, 1996

ORDER TIME : 9:23 AM

ORDER NO. : 091178

CUSTOMER NO:

9539A

CUSTOMER: Ms. Maryann S. Peterson HARRIS KUKEY & HELGESON

> Prosperity Garden, Suite 201 11380 Prosperity Farms Road Palm Beach Gard, FL 33410

700001951567 -09/19/96--01037--017 *****122.50 *****122.50

DOMESTIC FILING

NAME: SOUTH BAY FOODS, INC.

EFFECTIVE DATE:

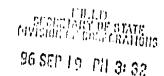
XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY __ PLAIN STAMPED COPY _ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION OF SOUTH BAY FOODS, INC.

The Undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

- 1. The name of the corporation is SOUTH BAY FOODS, INC.
- 2. The period of its duration is perpetual.
- 3. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- 4. The corporation shall have authority to issue 1,000 shares, eli of one class, \$1.00 par value.
- 5. The address of its initial registered office and principal office is 11380 Prosperity Farms Road, Suite 201, Palm Beach Gardens, FL 33410 and the name of its initial registered agent at said address is Andrew Helgesen.

I hereby accept the nomination as registered agent for this corporation.

Andrew Helgeset

6. The number of directors constituting its initial board of directors is two (2), whose names and addresses are:

Name	<u>Address</u>
Albert D. Grooms	515 Palm Beach Road South Bay, FL 33493
Jan L. Grooms	515 Palm Beach Road South Bay, FL 33493

7. The name and address of the incorporator is:

FILED SECRETARY OF STATE OPTISION OF CONTROLLS

Namo

Address

96 SEP 19 PH 3: 32

Andrew Helgesen

11380 Prosperity Farms Road, Suite 201 Palm Beach Gardens, FL 33410

8. Preemptive rights shall be as follows: None.

Andrew Holgeson

corp/BouthBay\Artino