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1.) Chefs International Inc.  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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5.) \_\_\_\_\_  
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**SPECIAL INSTRUCTIONS** \_\_\_\_\_

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T. SMITH DEC 14 1999

**ARTICLES OF INCORPORATION**

**OF**

**CHEFS INTERNATIONAL, INC.**

The undersigned subscriber to these Articles of Incorporation  
a natural person competent to contract, hereby forms a corporation  
under the laws of the State of Florida.

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**ARTICLE I. NAME**

The name of the corporation shall be **CHEFS INTERNATIONAL, INC.**

The principal place of business of this corporation shall be at **1602 ALTON ROAD, MIAMI BEACH, FL 33139.**

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

**ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be **555 N.E. 15TH STREET, MIAMI, FL 33132** and the name of the initial registered agent of the corporation at that address is **Mark J. Lynn.**

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. OFFICERS AND DIRECTORS**

This corporation shall have no more than one officer and one director, initially. The name and street address of the initial directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

MORRIS KLEIMAN - PSD - 1602 ALTON ROAD, PMB 494, MIAMI  
BEACH, FL 33139

**ARTICLE VII. INCORPORATOR**

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

MARK J. LYNN, 555 N.E. 15TH STREET, SUITE 100, MIAMI, FL 33132

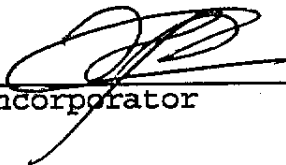
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 2 day of December, 1999.

  
\_\_\_\_\_  
MARK J. LYNN

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

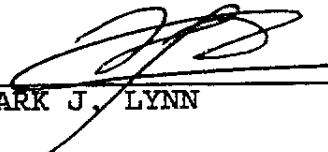
In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

CHEFS INTERNATIONAL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Miami, County of Dade, State of Florida, has named MARK J. LYNN, 555 NE 15 STREET #100, Miami, Florida 33132 as its agent to accept service of process within this State.

  
\_\_\_\_\_  
Incorporator

**ACKNOWLEDGMENT BY DESIGNATED AGENT**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
MARK J. LYNN

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