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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 18 PM 3:35

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ONE

IVAN A. GOMEZ
BOARD CERTIFIED TAX ATTORNEY

September 17, 2002

AIRBORNE EXPRESS #2545150425

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32301

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-09/18/02--01060--001
*****43.75 *****43.75

Re: Swiss Chalet Fine Foods, Inc.

Dear Sir/Madam:

We are enclosing herewith an original and one copy of the Amended & Restated Articles of Incorporation for the above-referenced Corporation. In addition, a check in the sum of \$43.75 is enclosed for the following fees:

Filing fee	\$35.00
Certified Copy	\$ 8.75

Please file the original of the enclosed Amended & Restated Articles of Incorporation and return a certified copy to the attention of the undersigned.

In order to expedite the delivery of this certified copy to me, we have enclosed an Airborne Express return envelope.

Your prompt attention to this matter is appreciated.

Very Truly Yours,

IA
Ivan A. Gomez → gave authorization to
add "to these articles" art. VII
9/25 73

IAG/lm
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Enclosures

Amended & Restated art.

V SHEPARD SEP 25 2002

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SWISS CHALET FINE FOODS, INC.
a Florida Corporation**

FILED
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The undersigned, officers of Swiss Chalet Fine Foods, Inc., a Florida corporation ("Corporation"), pursuant to Section 607.1006 and 607.1007 of the Florida Statutes, hereby amend and restate in its entirety the Articles of Incorporation for the Corporation:

**ARTICLE I
NAME**

The name of the Corporation is SWISS CHALET FINE FOODS, INC.

**ARTICLE II
OFFICE AND MAILING ADDRESS**

The principal office of the Corporation is located at 9455 N.W. 40th Street Road, Miami, FL 33178, and the mailing address of the Corporation is c/o Charles L. Ruffner, P.A., 601 Brickell Key Drive, Suite 507, Miami, Florida 33131.

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE V
REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 601 Brickell Key Drive, Suite 507, Miami, Florida 33131 and the name of the Registered Agent of the Corporation at that address is Charles L. Ruffner.

ARTICLE VI
BOARD OF DIRECTORS

The Corporation shall have three (3) directors to hold office until the next annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be fewer than one (1). The names and addresses of the directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Hans Baumann	9455 N.W. 40th Street Road Miami, FL 33178
Claire Baumann	9455 N.W. 40th Street Road Miami, FL 33178
Y. Hans Baumann	8956 Sorensen Santa Fe Springs, CA

ARTICLE VII
INCORPORATORS

The names and addresses of the incorporators to these articles are:

<u>Name</u>	<u>Address</u>
Hans Baumann	9455 N.W. 40th Street Road Miami, FL 33178
Claire Baumann	9455 N.W. 40th Street Road Miami, FL 33178

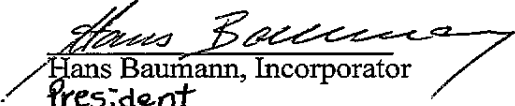
ARTICLE VIII
AMENDMENTS

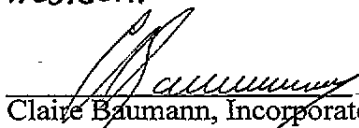
The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

The foregoing Amended and Restated Articles of Incorporation was adopted by all of the Directors and all of the Shareholders of the Corporation eligible to vote by a Written Consent signed by them on 9/17/22, manifesting their intention that these Amended and Restated Articles of Incorporation be adopted, pursuant to Sections 607.1003, 607.1006 and 607.1007, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
on this 17 day of September, 2002.

(CORPORATE SEAL)

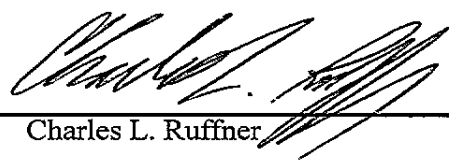

Hans Baumann, Incorporator
President


Claire Baumann, Incorporator
Secretary

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as the Registered Agent of SWISS
CHALET FINE FOODS, INC., as made in the foregoing Amended and Restated Articles of
Incorporation.

Date: 9/17/02


Charles L. Ruffner