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To:

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Account Name : FAS-T CORP. AGENTS, INC.
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Phone : (305) 599-0839
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY
HIGH-TECH BAKERY PRODUCTS, LLC

99 OCT 11 PM 3:14

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**ARTICLES OF ORGANIZATION
for
High-Tech Bakery Products, LLC**

Article I.

The name of this Florida limited liability company is:

High-Tech Bakery Products, LLC

Article II.

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

Article III.

The mailing address and the street address of the principal office of the Company are:

**High-Tech Bakery Products, LLC
Gables Waterway Executive Center
1390 South Dixie Highway Suite 1108
Coral Gables, Florida 33146**

Article IV.

The name and address of the registered agent of the Company are:

**Michael G. Joyce, Esq.
Gables Waterway Executive Center
1390 South Dixie Highway Suite 1108
Coral Gables, Florida 33146**

This instrument prepared by:
Michael G. Joyce, Esq.
Gables Waterway Executive Center
1390 South Dixie Highway Suite 1108
Coral Gables, Florida 33146

Articles of Organization
High-Tech Bakery Products, L.L.C.

Article V.

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

Article VI.

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

Article VII.

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VIII.

The management of the Company is reserved to the members. The name and address of each member are:

JOSEP MIRO

RAYMOND HERNANDEZ

JOAN BALUFO

LEO BARABE

MICHAEL G. JOYCE

Articles of Organization
High-Tech Bakery Products, L.L.C.

Mailing Address:

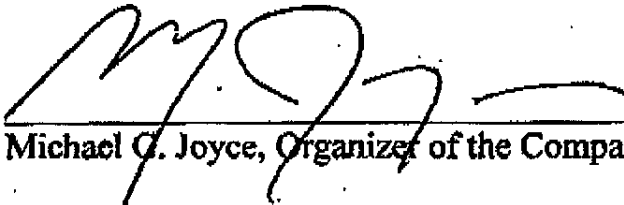
**c/o Michael G. Joyce, Esq.
Gables Waterway Executive Center
1390 South Dixie Highway Suite 1108
Coral Gables, Florida 33146**

Article IX.

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

Article X.

The Company's existence shall begin effective 11 October 1999



Michael G. Joyce, Organizer of the Company

Date: 11 October 1999

This instrument prepared by:
**Michael G. Joyce, Esq.
Gables Waterway Executive Center
1390 South Dixie Highway Suite 1108**

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:
High-Tech Bakery Products, LLC

REGISTERED AGENT/OFFICE:
Michael G. Joyce, Esq.
Gables Waterway Executive Center
1390 South Dixie Highway Suite 1108
Coral Gables, Florida 33146

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Michael G. Joyce
Gables Waterway Executive Center
1390 South Dixie Highway Suite 1108
Coral Gables, Florida 33146

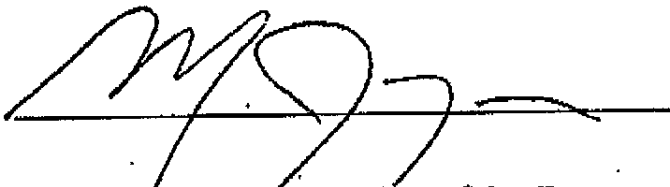
This instrument prepared by:

Michael G. Joyce, Esq.
Gables Waterway Executive Center
1390 South Dixie Highway Suite 1108
Coral Gables, Florida 33146

LIMITED LIABILITY COMPANY:
High-Tech Bakery Products, LLC

The undersigned deposes and says:

1. The above named Company has at least one member.
2. The total amount of initial cash contributed by the members is
3. The agreed value of property other than cash contributed by the members is zero. (If the members contributed property other than cash, a description of the property is attached.)
4. The total amount of cash or property anticipated to be contributed by the members is



Michael G. Joyce, Organizer of the Company
Gables Waterway Executive Center
1390 South Dixie Highway Suite 1108
Coral Gables, Florida 33146

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1390 South Dixie Highway Suite 1108
Coral Gables, Florida 33146