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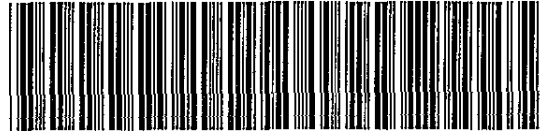
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04-21-03

4506 47th CT
Vero Beach, FL 32967

June 12, 2002

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

ATTN: ARTICLES OF INCORPORATION

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with a check in the amount of \$78.75 to cover the filing fee, the certified copy of articles and the certificate.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the above address.

If you have any questions regarding this matter, you may contact me at 772-569-8508. Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script, reading "Teresa A. Buckner".

Teresa A. Buckner

Enclosures

**ARTICLES OF INCORPORATION
OF
TASTE OF GRACE II, INC.**

FILED
2003 APR 13 PM 2:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the state of Florida, adopt the following articles of incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation, hereinafter referred to as the "Corporation" is Taste of Grace II, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing at the time of filing these articles with the Secretary of State of the State of Florida.

ARTICLE III - NATURE OF ORGANIZATION

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety,

literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV - MEMBERSHIP

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the members of the Corporation, and will be included in the by-laws.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 4506 47th CT. Vero Beach, FL 32967 and the name of the initial Registered Agent for the corporation at that address is Teresa A. Buckner.

ARTICLE VII - TERRITORY

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall be limited to such territory.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of at least three (3) members, who need not be residents of the state of Florida. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the persons who shall serve as directors of this corporation until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

Teresa A. Buckner - President/Treasurer
4506 47th CT. Vero Beach, FL 32967

Lee Andrew Bell, Sr. - Vice President

3304 Avenue J, Ft. Pierce, FL 32947

Christine N. Wood - Secretary
5845 23rd ST, Vero Beach, FL 32966

ARTICLE IX - INCORPORATOR

The names and addresses of the incorporators are as follows:

Teresa A. Buckner - 4506 47th CT, Vero Beach, FL 32967

ARTICLE X - LIMITATION OF LIABILITY

Each director and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, or officer may be entitled as a matter of law.

ARTICLE XI - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE XII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the members.

ARTICLE XIII - CALLING OF SPECIAL MEETING

Special meetings of members may be called by the Board of Directors of this corporation.

ARTICLE XIV - MEMBERS QUORUM AND VOTING

Fifty-one percent (51%) of membership entitled to vote, represented in person, shall constitute a quorum at a meeting of members. If a quorum is present, the affirmative vote of fifty-one (51%) of the members represented at the meeting and entitled to vote on the subject matter shall be the act of the members.

ARTICLE XV - INDEMNIFICATION

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

ARTICLE XVI - AMENDMENT

The 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 members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation
this 15th day of April, 2003.

Incorporators:

Teresa A. Buckner
Teresa A. Buckner

STATE OF FLORIDA
COUNTY OF BREVARD

Before me, a notary public authorized to take acknowledgments in the State and County set forth
above, personally appeared: TERESA A. BUCKNER

known to me to be the persons who executed the foregoing articles of incorporation and they acknowledge
before me that they executed those articles of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and affixed my official seal in the State and
County aforesaid this 15th day of APRIL, 2003.

(SEAL)



CATHY W. BRADSHAW
MY COMMISSION # DD 147261
EXPIRES: September 3, 2006
Bonded Thru Budget Notary Services

Cathy Bradshaw
Notary Public
State of FLORIDA
My Commission Expires:
9/3/06

**CERTIFICATE OF DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT**

Taste of Grace II, Inc.


The following is submitted in compliance with the laws of the State of Florida.

Taste of Grace II, Inc., a not-for-profit corporation organizing under the laws of the State of Florida, with its principal office located at 4506 47th CT, Vero Beach, FL 32967 hereby designates Teresa A. Buckner, whose address is 4506 47th CT, Vero Beach, FL 32967, as its agent at that address to accept service of process within this State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:


Teresa Buckner


STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally appeared TERESA A. BUCKNER, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed therein.

WITNESS my hand and official seal this 15th day of APRIL, 2003.

(SEAL)




Notary Public
State of FLORIDA
My Commission Expires:
9/3/06