

P00000034988

LAW OFFICE

SCHWARTZ, GOLD, COHEN, ZAKARIN & KOTLER, P.A.
54 S.W. BOCA RATON BOULEVARD
BOCA RATON, FL 33432-4708

EDWARD B. COHEN
PAULA S. GOLD (RETIRED)
MICHAEL I. KOTLER **
ALLAN H. SCHWARTZ
BARRY SIEGEL
RONALD M. ZAKARIN *
GREGG H. GLICKSTEIN, OF COUNSEL

NEW YORK OFFICE
1129 NORTHERN BLVD.
MANHASSET, NEW YORK 11030

BOCA RATON (561) 361-9600
FAX (561) 361-9770

* ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND NEW YORK
** ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND PENNSYLVANIA

March 28, 2000

Secretary of State
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Filing Articles of Incorporation
Jersey Dairies Companies, Inc.

400003194104--8
-04/03/00--01137--010
*****78.75 *****78.75

Gentlemen:

Enclosed is our law firm's check in the sum of \$78.75, representing fees due for filing the also enclosed Articles of Incorporation. Please send a conformed copy back to us.

If you have any questions, please do not hesitate to call me.

Very truly yours,

Claudia Liberman

Claudia Liberman
Legal Assistant

/cll
enclosures

FILED
00 APR -3 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch APR 5 2000

ARTICLES OF INCORPORATION
OF
JERSEY DAIRIES COMPANY, INC.

FILED
00 APR -3 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is
JERSEY DAIRIES COMPANY, INC.

ARTICLE II

PURPOSE

This corporation is organized for the following purposes:

1. To own and operate a dairy food distribution business.
2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$1.00 per share.
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him/her from voting thereon.
- (c) 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 holders of the outstanding common stock.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is Joe Piechota, 772 NW 6th Drive, Boca Raton, Florida 33486. The initial registered agent of this corporation is Joe Piechota, 772 NW 6th Drive, Boca Raton, Florida 33486. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director, initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

Joe Piechota

772 NW 6th Drive
Boca Raton, Florida 33486

ARTICLE VII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

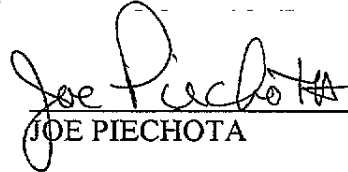
ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles is:

Joe Piechota
772 NW 6th Drive
Boca Raton, Florida 33486

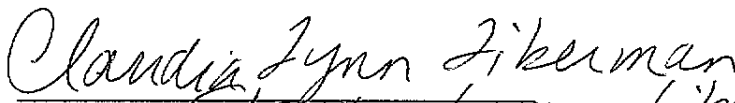
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 28th day of March, 2000.


JOE PIECHOTA

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Sworn to and subscribed before me this 28th day of March, 2000, by Joe Piechota,
who is personally known to me (or who has produced Drivers License as
identification) and who did take an oath.

(SEAL)


Print Name: Claudia Lynn Liberman
Notary Public, State of Florida

NOTARY PUBLIC - STATE OF FLORIDA
CLAUDIA LYNN LIBERMAN
COMMISSION # CC828335
EXPIRES 7/30/2003
BONDED THRU ASA 1-888-NOTARYS

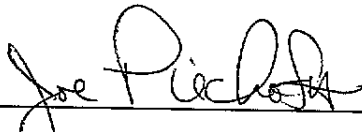
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That JERSEY DAIRIES COMPANY, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Boca Raton, County of Palm Beach, State of Florida has named Joe Piechota, 772 NW 6th Street, Boca Raton, Florida 33486, its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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.



JOE PIECHOTA

(Registered Agent)

FILED
00 APR -3 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA