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TRANSMITTAL LETTER

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

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-05/22/00--01131--009
*****87.50 *****87.50

SUBJECT: LOUISA SPICES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

FILED
MAY 22 PM 3:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Enclosed is an original and one (1) copy of the articles or incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: Christopher W. Carson, Jr.
Name (Printed or typed)
6163 Osprey Terrace
Address
Coconut Creek, FL 33063
City, State & Zip Code
(954) 427-8128
Daytime Telephone Number

NOTE: Please provide the original and one copy of the articles.

S. Thompson MAY 30 2000

ARTICLES OF INCORPORATION
OF
LOUISA SPICES, INC.

FILED
00 MAY 22 PM 3:07
TALLAHASSEE FLORIDA

The undersigned, a natural person of the age of eighteen (18) years or more, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I – NAME

The name of the corporation shall be:

LOUISA SPICES, INC.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address shall be:

6163 OSPREY TERRACE
COCONUT CREEK, FLORIDA 33063

ARTICLE III – PURPOSE

The purpose for which this corporation is organized is to engage in and carry on any business activities as permitted under the laws of the United States and the State of Florida and to exercise any and all powers which corporations have and may exercise under the laws of the State of Florida and as the same may be amended.

ARTICLE IV – SHARES

The corporation is authorized to issue a maximum of Five Hundred (500) shares of \$1.00 par value common stock, which shall be designated "Common Shares". The consideration to be paid for each share shall be fixed by the Board of Directors. 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 Shares.

ARTICLE V – INITIAL OFFICERS/DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased or diminished from time to time by the By-Laws of the corporation; however, the total number of directors shall never be less than one (1).

The name and address of the initial director of this corporation is:

CHRISTOPHER W. CARSON, JR.
6163 OSPREY TERRACE
COCONUT CREEK, FLORIDA 33063

ARTICLE VI – REGISTERED AGENT

The street address of the initial registered agent of this corporation at that address is:

6163 OSPREY TERRACE
COCONUT CREEK, FLORIDA 33063

and the name of the registered agent of this corporation at that address is:


CHRISTOPHER W. CARSON, JR.

ARTICLE VII – INCORPORATOR

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

CHRISTOPHER W. CARSON, JR.
6163 OSPREY TERRACE
COCONUT CREEK, FLORIDA 33063


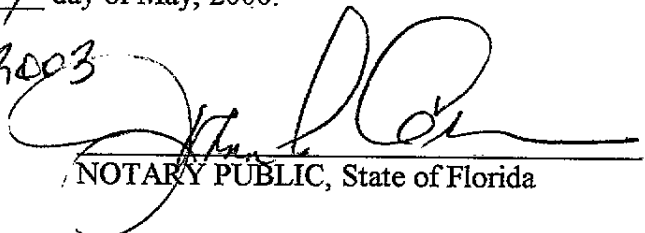
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of May, 2000.


CHRISTOPHER W. CARSON, JR.,
Subscriber

STATE OF FLORIDA]
] SS
COUNTY OF BROWARD]

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared CHRISTOPHER W. CARSON, JR. known to me and known to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 19 day of May, 2000.

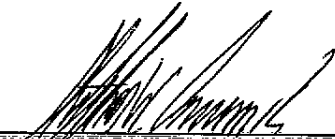
My Commission Expires: Aug 10, 2003


NOTARY PUBLIC, State of Florida

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT OF:

LOUISA SPICES, INC.

Pursuant to Chapter 607.0202 or 607.051, Florida Statutes, the following is submitted, in compliance with said Act:

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


CHRISTOPHER W. CARSON, JR.
Registered Agent of Louisa Spices, Inc.