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Florida Department of State
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EFFECTIVE DATE

06-16-00

From: Account Name : ZIMMERMAN, SHUFFIELD, KISER & SUTCLIFFE, P.
Account Number : I19990000006
Phone : (407) 425-7010
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414-251

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00 JUN 20 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

HOMEMADE FOODS
LEEANN'S INC.

Effective Date: June 16, 2000

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|-----------------------|---------|
| Certificate of Status | 0 |
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EFFECTIVE DATE
06-16-00

**ARTICLES OF INCORPORATION
OF
LEEANN'S HOMEMADE FOODS, INC.**

THE UNDERSIGNED, acting as the incorporators of LEEANN'S HOMEMADE FOODS, INC. under Chapter 607 of the Florida Statutes, hereby adopt the following Articles of Incorporation for such corporation:

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**ARTICLE I
NAME**

The name of the corporation is LEEANN'S HOMEMADE FOODS, INC.

**ARTICLE II
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 8700 Wittenwood Cove, Orlando, Florida 32836. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the corporation is 8700 Wittenwood Cove, Orlando, Florida 32836.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 8700 Wittenwood Cove, Orlando, Florida 32836, and the initial Registered Agent at such address is Paige Hammond Wolpert.

This document prepared by:
Paige Hammond Wolpert, Esq.
Zimmerman, Shuffield, Kiser & Sutcliffe, P.A.
P.O. Box 3000
Orlando, FL 32802-3000
Phone: (407) 425-7010
FL Bar #0008966

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ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is four (4). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The names and addresses of the persons who are to serve as initial Directors until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify are as follows:

Karen A. Stokes
8700 Wittenwood Cove
Orlando, Florida 32836

Russell H. Stokes
8700 Wittenwood Cove
Orlando, Florida 32836

Vicki L. Morrison
1541 Coat Ridge Road
Herndon, VA 20170

John K. Morrison
1541 Coat Ridge Road
Herndon, VA 20170

ARTICLE VII
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203(1), Fla. Stat., the corporation's corporate existence shall be deemed to have commenced on the date on which is three days prior to the date upon which these Articles of Incorporation are filed by the Department of State.

ARTICLE VIII
INCORPORATOR

The names and addresses of the incorporators of the corporation are Karen A. Stokes and Russell H. Stokes, 8700 Wittenwood Cove, Orlando, Florida 32836 and Vicki L. Morrison and John K. Morrison, 1541 Coat Ridge Road, Herndon, Virginia 20170.

SENT BY:
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IN WITNESS WHEREOF, these Articles have been signed by the undersigned
incorporators this 16th day of June, 2000.

Karen A. Stokes
Karen A. Stokes, Incorporator

Russell H. Stokes
Russell H. Stokes, Incorporator

Vicki L. Morrison
Vicki L. Morrison, Incorporator

John K. Morrison
John K. Morrison, Incorporator

SENT BY:
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ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 16th day of June, 2000.


Paige Hammond Wolpert, Registered Agent

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TALLAHASSEE, FLORIDA

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