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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

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From:

Account Name

: EMPIRE CORPORATE KIT COMPANY

Phone

Account Number: 072450003255

: (305)541-3694

Fax Number

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FLORIDA PROFIT CORPORATION OR P.A.

A WAY OF LIFE FOODS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

ARTICLES OF INCORPORATION

OF

A WAY OF LIFE FOODS, INC.

We, the undersigned, natural persons competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing under the Laws of the state of Florida.

ARTICLE I. - NAME

The name of this corporation is:

A Way of Life Foods, Inc.

The principal address of this corporation is:

2825 Morning Glory Lane, Davie, FL 33328

ARTICLE II. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III. - CAPITAL STOCK

This corporation is authorized to issue 100 shares of ONE DOLLAR par value common stock.

ARTICLE IV. - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

PREPARED BY:

BRUCE E. BARR, ESQ. 5121 S.W. 90TH AVENUE SUITE #3

COOPER CITY, FLORIDA 33328

TELE: (954) 434-2445 F.B.N.: 930225

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. - INITIAL REGISTERED OFFICE AND AGENT
The street address of the initial registered office of this
corporation is:

2825 Morning Glory Lane, Davie, FL 33328

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

Bradley Birns

ARTICLE VI. - INITIAL BOARD OF DIRECTORS

The corporation shall have TWO (2) directors 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. The names and addresses of the initial directors of this corporation are:

Bradley Birns- 2825 Morning Glory Lane, Davie, FL 33328

Robin Birns- 2825 Morning Glory Lane, Davie, FL 33328

ARTICLE VII. - INCORPORATION

The names and addresses of the parties signing these Articles of Incorporation are:

Bradley Birns- 2825 Morning Glory Lane, Davie, FL 33328 Robin Birns- 2825 Morning Glory Lane, Davie, FL 33328

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ARTICLE VIII. - INDEMNIFICATION

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

ARTICLE IX. - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed the Articles of Incorporation, this 3/ day of July, 2000.

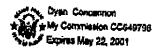
Bradley Birns

Robin Birns

SWORN TO AND SUBSCRIBED before me this (3) day of July, 2000.

DYAN CONCANNON Notary Public, State of Florida

My Commission Expires



STATE OF FLORIDA DEPARTMENT OF STATE

Certificate Designation Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091 Florida Statutes:

A WAY OF LIFE FOODS, INC.

A CORPORATION ORGANIZED (or organizing) under the laws of the State of Florida with its registered office at 2825 Morning Glory Lane, in the City of Davie, County of Broward, State of Florida, as its agent to accept service of process within this State.

OFFICERS:

Robin Birns, as President- 2825 Morning Glory Lane, Davie, FL 33328 Bradley Birns, as Vice-President- 2825 Morning Glory Lane, Davie, FL 33328

DIRECTORS:

Bradley Birns- 2825 Morning Glory Lane, Davie, FL 33328

Robin Birns- 2825 Morning Glory Lane, Davie, FL 33328

By:

Robin Birns, President

Robin Birns, Vice-President

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep 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 Florida designated address) in some conspicuous place in office as required by law.

Bradley Birns

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