

LAW OFFICES OF JOHN GALLETTA JR.

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TRANSMITTAL LETTER

August 30, 2000

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

Subject: ZORBA FOOD DISTRIBUTION, INC.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation check for \$70.00. Please send me a copy of the filed Articles to my office at, 4100 A1A South, St. Augustine, Florida 32084.

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

Sincerely,

John Galletta Jr.
John Galletta Jr.

AUTHORIZATION BY PHONE TO
CORRECT _____
DATE _____
DOC. EXAM _____

EFFECTIVE DATE
08-28-00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

ZORBA FOOD DISTRIBUTION, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is

ZORBA FOOD DISTRIBUTION, INC.

ARTICLE II

The existence of the corporation shall begin on July 18, 2000.

ARTICLE III

The mailing address of the principal office of the Corporation is 2862 Island Channel Road, Seaford, New York 11783. The physical address of the Corporation is 590 A1A Beach Blvd., St. Augustine, Florida 32084.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000,000 (Ten Million) shares with a par value of \$.00001 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 4100 A1A South, St. Augustine, Florida 32084. The initial registered agent for the Corporation at that address is John Galletta, Jr., Esquire.

ARTICLE VI

The initial board of directors shall consist One (1) member(s). The names and address of the persons who will serve on the initial board of directors are:

Name	Address
Emanuel Bouretis	2862 Island Channel Road Seaford, New York 11783

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TALLAHASSEE, FLORIDA

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08-28-00

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
Emanuel Bouretis	2862 Island Channel Road Seaford, New York 11783

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TALLAHASSEE, FLORIDA

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE IX

The initial officers of the corporation are:

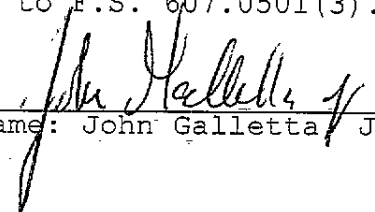
Name	Offices
Emanuel Bouretis	President, Vice President Secretary, Treasurer

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 11th day of August, 2000.


Name: Emanuel Bouretis

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ZORBA FOOD DISTRIBUTION, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: John Galletta Jr.

Date: August 11, 2000.