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November 20, 2000

Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

800003474728--9  
-11/22/00--01076--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Southeastern Foods Corporation

Dear Sir or Madam:

Enclosed for filing with your office is an original and one copy of Articles of Incorporation for Southeaster Foods Corporation. Please file the original with your office, clerk-stamp the copy and return it to us in the enclosed stamped, self-addressed envelope.

Also enclosed is our check in the amount of \$70.00 to cover the cost of the filing fee (\$35.00) and the registered agent designation (\$35.00).

Please call me if you have any questions.

Very truly yours,



Debra H. Sincere  
Legal Assistant

FILED  
00 NOV 22 PM 2:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

/dhs  
enclosure

cc: Bill McEachern, Attorney  
Mr. and Mrs. Gregory A. Pomas

CB 11-22

ARTICLES OF INCORPORATION  
OF

SOUTHEASTERN FOODS CORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I  
Name

The name of the corporation is Southeastern Foods Corporation.

ARTICLE II  
Mailing Address

The mailing address of the corporation is Post Office Box 10700, Pensacola, FL 32524-0700.

ARTICLE III  
Stock

The corporation shall have authority to issue 10,000 shares of common stock.

ARTICLE IV  
Initial Registered Agent and Office

The street address of its initial registered office is 3359-3 Copter Road, Pensacola, Florida 32514, and the name of its initial registered agent at that address is Gregory A. Pomas.

ARTICLE V  
Incorporator

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Gregory A. Pomas	3359-3 Copter Road Pensacola, Florida 32514

**ARTICLE VI**  
**Initial Director**

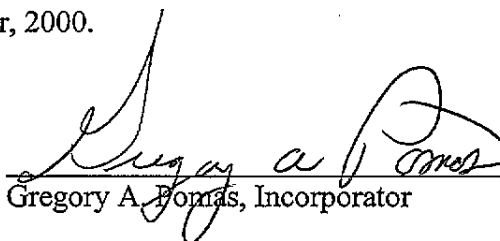
The corporation shall have the number of directors as set forth in the bylaws, but initially shall have two (2) directors, whose names and addresses are:

<u>Name</u>	<u>Address</u>
Gregory A. Pomas	3359-3 Copter Road Pensacola, Florida 32514
Caron Pomas	3359-3 Copter Road Pensacola, Florida 32514

**ARTICLE VII**  
**Bylaws**

The shareholders of this corporation may adopt or amend a bylaw that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by the Florida Business Corporation Act, as amended from time to time. The adoption or amendment of a bylaw that adds, changes, or deletes a greater quorum or voting requirement for shareholders must meet the same quorum requirement and be adopted by the same vote and voting groups required to take action under the quorum and voting requirement then in effect or proposed to be adopted, whichever is greater. Except as provided explicitly herein, the power to adopt, alter, amend or repeal the bylaws of the corporation shall be vested in the board of directors.

Dated this 20 day of November, 2000.

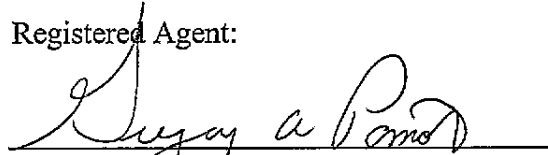
  
\_\_\_\_\_  
Gregory A. Pomas, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the corporation, at the place designated as the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 20 day of November, 2000

Registered Agent:



Gregory A. Pomas  
3359-3 Copper Road  
Pensacola, Florida 32514

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