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**Locklin
& Jones, P.A.**
ATTORNEYS AT LAW

Jack Locklin, Jr.
Board Certified
Real Estate Attorney

Angela J. Jones

January 2, 2001

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

100003525321--9
-01/05/01--01067--002
*****78.75 *****78.75

Re: **Heavenly Concessions, Inc.**

400003525284--6
-01/05/01--01115--002
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed are an executed original and one copy of the Articles of Incorporation of Heavenly Concessions, Inc., and an original and one copy of an executed Certificate Designating the Resident Agent. Our check in the amount of \$78.75 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy	8.75
Total	\$ 78.75

Please file these originals and certify and return the copies of the enclosed Articles of Incorporation and Resident Agent Certification.

Yours very truly,



Sheila T. Taylor
Assistant to Angela J. Jones

AJJ/stt
Enclosures

FILED
01 JAN -5 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HEAVENLY CONCESSIONS, INC.

FILED

01 JAN -5 AM 8:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is: **HEAVENLY CONCESSIONS, INC.**

ARTICLE II

The term of existence of the corporation is perpetual.

ARTICLE III

The purpose of this corporation is for the manufacture and sale of pork rinds and related products and all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - PRE EMPTIVE RIGHTS

Each shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

ARTICLE VI - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3500 Creighton Road, #N-4, Pensacola, Florida 32504, and the name of the initial registered agent of this corporation at that address is **Jim Dalton**. The principal office of the corporation is located at 3500 Creighton Road, #N-4,

Pensacola, Florida 32504.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director, initially. The number of directors may be increased from time to time by the Bylaws, but shall never be fewer than one. The names and addresses of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Jim Dalton	3500 Creighton Road, #N-4 Pensacola, Florida 32504

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is Jim Dalton, 3500 Creighton Road, #N-4, Pensacola, Florida 32504.

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 29 day of December, 2000.

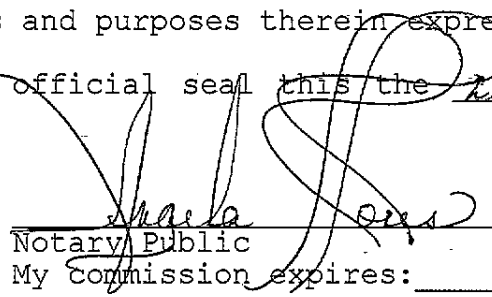

Jim Dalton

STATE OF FLORIDA

COUNTY OF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared Jim Dalton, to me well known and known to me to be the individual described in or who presented Florida drivers license as identification, and who executed the foregoing Articles of Incorporation of **Heavenly Concessions, Inc.**, and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 29 day of December, 2000.



Notary Public

My Commission expires: _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

HEAVENLY CONCESSIONS, INC., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Pensacola, Escambia County, Florida, has named **Jim Dalton, 3500 Creighton Road, #N-4, Pensacola, Florida 32504**, as agent to accept service of process within the state.

Dated this the 29 day of December, 2000.

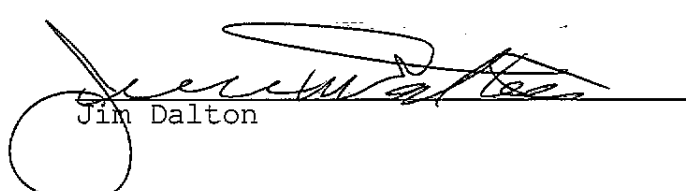
HEAVENLY CONCESSIONS, INC.

BY:


Jim Dalton

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.


Jim Dalton