

P01000015791



ACCOUNT NO. : 072100000032
REFERENCE : 999780 7247807
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 70.00

FILED
2001 FEB 12 PM 1:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : February 10, 2001
ORDER TIME : 11:10 AM
ORDER NO. : 999780-001
CUSTOMER_NO: 7247807

CUSTOMER: Mr. Jacobo P. Battad
Iav8, Inc.
1337 Plaza De Sonadores
Santa Barbara, CA 93108

200003674392--8

DOMESTIC FILING

NAME: PRIME FOODS INC

EFFECTIVE DATE:

XX _____ ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

RECEIVED
01 FEB 12 PM 12:04
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

FILED

2001 FEB 12 PM 1:41

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

PRIME FOODS INC

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PRIME FOODS INC

The address of the principal office of this corporation shall be 12472 Lake Underhill Road, Suite 188, Orlando, Florida 32828, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:


Jacobo P. Battad Dir.	13119 Aronomink Lane Orlando, Florida 32828
Marlon P. Battad Dir.	13119 Aronomink Lane Orlando, Florida 32828
Percival Chester Battad Dir.	13119 Aronomink Lane Orlando, Florida 32828

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

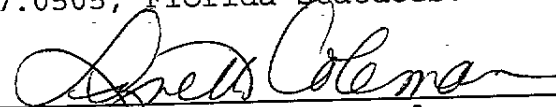
The Company Corporation
2711 Centerville Road Suite 400
Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on February 12, 2001.


Incorporator
It's Agent Lynette Coleman

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
It's Agent Lynette Coleman
Authorized Service Representative
Corporation Service Company

njh

FILED
2001 FEB 12 PM 1:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA