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14301 S.W. 192 STREET
MIAMI, FLORIDA 33177

(305) 255-6587

March 27, 2001

FILED
01 MAR 30 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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*****122.50 *****78.75

Secretary of State
Division of Incorporation
P.O. Box 6327
Tallahassee, FL 32314

RE: JAMAICAN BAKERY & WHOLESALE, INC.

Gentlemen:

Enclosed please find the following:

1. Original and one copy of Articles of Incorporation of JAMAICAN BAKERY & WHOLESALE, INC.
2. Check in the sum of \$122.50 representing the filing fee for the Articles of Incorporation as well as for the return of a certified copy to me.

Thank you.

Sincerely yours,



SIMONITA WILLIAMS

Enclosures
WP:C:\WS\CORPORATIONS\SECRETARY.LTR

F. CHESSEN APR 4 2000

**ARTICLES OF INCORPORATION
OF
JAMAICAN BAKERY & WHOLESALE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida General Corporation Act, the undersigned incorporator hereby makes, subscribes, acknowledges, and files these Articles of Incorporation.

ARTICLE I

NAME

The name of this Corporation shall be **JAMAICAN BAKERY & WHOLESALE, INC.**

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of this Corporation shall be **18659 S.W. 107th Avenue, Miami, Florida 33157.**

ARTICLE III

NATURE OF BUSINESS

This Corporation is being formed to engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE V

CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 14301 S.W. 192nd Street, Miami, Florida 33177 and the name of the initial registered agent of this Corporation is Lancelot Williams.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have not less than one director. 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:

**LANCELOT WILLIAMS
14301 S.W. 192nd Street
Miami, Florida 33177**

ARTICLE VIII

AMENDMENTS TO BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

ARTICLE IX

INDEMNIFICATION

This Corporation shall indemnify any and all of its directors, officers, employees and agents to the fullest extent permitted by the Florida General Corporation Act.

ARTICLE X

INCORPORATOR

The name and address of the person signing these Articles is:

SIMONITA WILLIAMS
14301 S.W. 192nd Street
Miami, Florida 33177

IN WITNESS WHEREOF, the undersigned incorporator has executed the Articles of Incorporation on this 27th day of March, 2001.

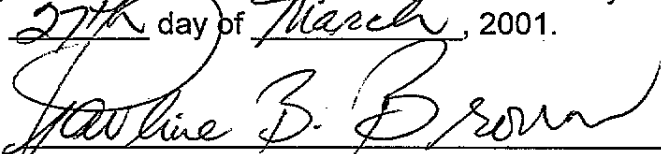

INCORPORATOR

ACKNOWLEDGMENT

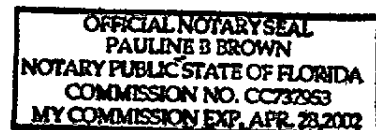
STATE OF FLORIDA)
 : SS
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Simonita Williams, who is personally known to me and is known by me to be the person who executed the foregoing Articles of Incorporation and she acknowledged and did take an oath before me that she executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 27th day of March, 2001.

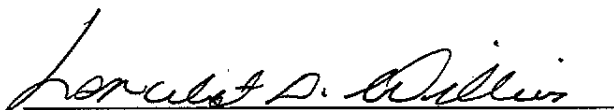

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
PAULINE B. BROWN
Printed name of notary public

My Commission Expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for **JAMAICAN BAKERY & WHOLESALE, INC.**, at the place designated in these Articles of Incorporation, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.


LANCELOT WILLIAMS
REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA