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ACCOUNT NO. : 072100000032

REFERENCE : 223286 128993A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 70.00

ORDER DATE : July 16, 2001

ORDER TIME : 3:19 PM

ORDER NO. : 223286-005

CUSTOMER NO: 128993A

900004478639--1

CUSTOMER: Mr. Jerome L. Henin
p.i. Of Central Florida, Inc
109 East Pine Street
Orlando, FL 32801

FILED
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
2001 JUL 16 PM 3:48
TO ACKNOWLEDGE
EFFICIENCY OF FILING

DOMESTIC FILING

NAME: DAVID'S GOURMET US, 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:

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

JP 7/17/01

**ARTICLES OF INCORPORATION
OF
DAVID'S GOURMET US, INC.**

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2001 JUL 16 PM 3:48

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLE 1
Name

The name of the Corporation shall be David's Gourmet US, Inc.

ARTICLE 2
Principal office

The principal office of the corporation is located at 609 East Pine Street, Orlando, FL 32801, and its mailing address is the same.

ARTICLE 3
Corporate Purposes, Power and Rights

The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE 4
Duration of the corporation

Existence of the corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the corporation shall exist perpetually unless dissolved according to law.

ARTICLE 5
Authorized Stock

The total number of shares of capital stock which the corporation has the authority to issue is 10,000 shares of common stock, with a \$1.00 par value per share.

ARTICLE 6
Registered Office and Registered Agent

The street address of the initial registered office of the corporation in the State of Florida shall be: 609 East Pine Street, Orlando, FL 32801. The name of the initial registered agent of the corporation at the registered office shall be Jerome Henin.

ARTICLE 7
Initial board of directors

The initial board of directors shall consist of two (2) directors. The names and addresses of the persons who shall serve as directors of the corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
David Soussan	26 bis rue de Wattipont 77680 Roissy en Brie France

ARTICLE 8
Incorporator

The name and address of the incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
Jerome L. Henin	609 East Pine Street Orlando, FL 32801

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TALLAHASSEE FLORIDA

Executed this 2nd day of July 2001


Jerome L. Henin, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligations of my position as Registered Agent.


Sign and Date