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FILED

Quantum Foods, Inc.
6715 Fairway Cove
Orlando, Florida 32835

01 SEP -4 AM 11:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 22, 2001

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

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*****78.75 *****78.75

Gentlemen:

Enclosed please find executed Articles of Incorporation for Quantum Foods, Inc., together with a check in the amount of \$78.75 covering fees related to filing, designation of registered agent, and certified copy.

In the event that the corporate name is not available, please advise the undersigned at telephone (407) 294-9192.

Thank you for your prompt attention to this matter.

Very truly yours,



Rocco Potami

Enclosure

G. BLALOCK SEP 6 2001
W0120666

ARTICLES OF INCORPORATION
OF
QUANTUM FOODS, INC.

ARTICLE I. NAME

The name of this corporation is: Quantum Foods, Inc.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes, may act in any capacity including as an agent or attorney-in-fact for any person or entity.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of No Par Value common stock, which shall be designated "Common Shares".

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6715 Fairway Cove, Orlando, Florida 32835 and the name of the initial registered agent of this corporation at that address is 6715 Fairway Cove, Orlando, Florida 32835.

ARTICLE V. INITIAL BOARD OF DIRECTORS

This corporation shall have 1 directors initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one. The name

and address of the initial director of this corporation is: Rocco Potami, 6715 Fairway Cove, Orlando, Florida 32835.

ARTICLE VI. INCORPORATORS

The name and address of the person signing these Articles is: Rocco Potami, 6715 Fairway Cove, Orlando, Florida 32835.

ARTICLE VII. BY-LAWS

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

ARTICLE VIII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE IX. CORPORATION EXISTENCE

Corporation existence is to begin on the date that these Articles of Incorporation are executed and acknowledged.



Subscriber,

STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Rocco Potami to me known to be described as the Subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 22 day of August, 2001.

 Nicola R D'Uva
My Commission CC714723
Expires February 8, 2002
NOTARY PUBLIC

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

In pursuance of Chapter 48.091. Florida Statutes, the following is submitted, in compliance with said Act:

First - That Quantum Foods, Inc.
desiring to organize under the laws of the State of Florida with
its initial office, as indicated in the Articles of Incorporation
at 6715 Fairway Cove, Orlando, Florida 32835, has named Rocco
Potami located at 6715 Fairway Cove, Orlando, Florida 32835
as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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

By: 

Registered Agent

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