

PO 1000103396

TRANSMITTAL LETTER

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

900004651279--5
-10/24/01--01029--020
***128.75 ***128.75

SUBJECT: Certificate of Domestication, SGA Sales & Marketing, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES ENCLOSED:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Certificate of Status	<u>\$8.75</u>
Total to domesticate and file	\$128.75

FROM: Donald A. Schaevitz, President
SGA Sales & Marketing, Inc
2587 N.W. 63rd Street
Boca Raton, Florida 33496
(561) 997-8178

FILED
01 OCT 24 PM 1:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. Burch OCT 25 2001

CERTIFICATE OF DOMESTICATION

The undersigned, Donald A. Schaevitz, President of SGA Sales & Marketing, Inc., a foreign Corporation, in accordance with F.S. § 607.1801 does hereby certify:

1. The date on which corporation was first formed was November 20, 1968.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was in the State of New York
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was SGA Sales & Marketing, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to §§ 607.0202 and 607.0401 with this certificate is SGA Sales & Marketing, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was the State of New York.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to § 607.1801.

I am Donald A. Schaevitz, President of SGA Sales & Marketing, Inc., and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this

21ST day of OCTOBER, 2001.


DONALD A. SCHAEVITZ

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

FILED
01 OCT 24 PM 1:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter F.S., 607.

FILED
01 OCT 24 PM 1:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of the corporation shall be: SGA Sales & Marketing, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business/mailing address is:
SGA Sales & Marketing, Inc
2587 N.W. 63rd Street
Boca Raton, Florida 33496

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is for the sales and marketing of food items to supermarkets

ARTICLE IV - SHARES

The number of shares of stock is 200 voting shares.

ARTICLE V - INITIAL OFFICERS AND DIRECTORS

The name(s) and addresses of the Officers and Directors are as follows:

Donald A. Schaevitz
President and Treasurer
SGA Sales & Marketing, Inc.
2587 N.W. 63rd Street
Boca Raton, Florida 33496

Melvyn Grossman
Vice-President and Secretary
SGA Sales & Marketing, Inc.
3102 31st Court
Jupiter, Florida 33477

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Donald A. Schaevitz
President and Treasurer
SGA Sales & Marketing, Inc.
2587 N.W. 63rd Street
Boca Raton, Florida 33496

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is:

Donald A. Schaevitz
President and Treasurer
SGA Sales & Marketing, Inc.
2587 N.W. 63rd Street
Boca Raton, Florida 33496

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.



DONALD A. SCHAEVITZ
Registered Agent

10/21/01
Date



DONALD A. SCHAEVITZ
Incorporator

10/21/01
Date