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FLORIDA PROFIT CORPORATION OR P.A.

MARC JEFFRIES FOODS, INC.

Certificate of Status	0
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(14)

ARTICLES OF INCORPORATION
OF
MARC JEFFRIES FOODS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONENAME

The name of the corporation is MARC JEFFRIES FOODS, INC. Principal office is located at 6346-70 LANTANA ROAD, LAKE WORTH, FL 33463.

ARTICLE TWODURATION

The term of existence of the corporation is perpetual.

ARTICLE THREEPURPOSE

The corporation may engage in any or all lawful business permitted to corporations under the laws of the STATE OF FLORIDA, or any other state, country, territory or nation.

ARTICLE FOURCAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$.10 each.

ARTICLE FIVEREGISTERED OFFICE

The principal address of the initial registered office of the corporation shall be 7522 WILES ROAD SUITE 210 CORAL SPRINGS, FL 33067. The name of the initial registered agent at such address is STEVEN C. KLEIN.

ARTICLE SIXPRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

Prepared by Steven C. Klein, CPA 954-345-3656 7522 WILES RD. SUITE 210 Coral Springs, FL 33067

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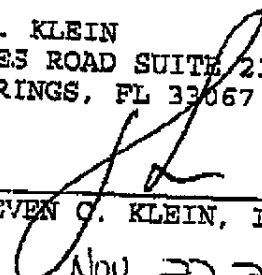
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REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

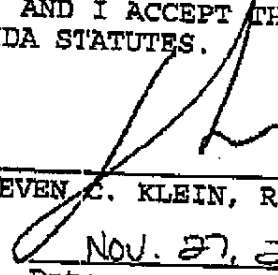
1. The name of the corporation is MARC JEFFRIES FOODS, INC.
2. The name and address of the registered agent and office is

STEVEN C. KLEIN
7522 WILES ROAD SUITE 210
CORAL SPRINGS, FL 33067


STEVEN C. KLEIN, INCORPORATOR

Nov. 27, 2001
Date

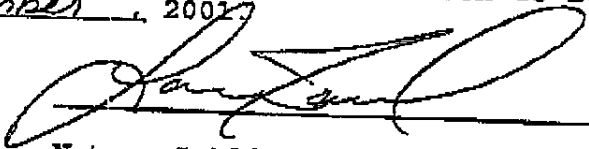
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.


STEVEN C. KLEIN, Registered Agent

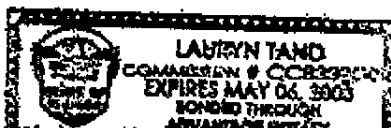
Nov. 27, 2001
Date

State of Florida
County of BROWARD

The foregoing instrument was acknowledged and sworn to before this 27 day of November, 2001.


Notary Public

My commission expires:

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