

Power 1/27/99

OFFICE USE ONLY (DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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 --02/01/02--01019--014
 *****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CHEF'S SOURCES DISTRIBUTOR, INC.
 (Corporation Name) (Document #)

2. _____
 (Corporation Name) (Document #)

3. _____
 (Corporation Name) (Document #)

4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time 2.00
- Mail out Will wait Photocopy Certificate of Status
- Certified Copy

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 02 FEB - 1 AM 8:45
 DIVISION OF CORPORATION

FILED
 02 FEB - 1 PM 12:11
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

Examiner's Initials

FILED

02 FEB - 1 PM 12:41

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

CHEF'S SOURCES DISTRIBUTOR, INC.
8340 SW 161 PLACE
MIAMI, FL 33193

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

CHEF'S SOURCES DISTRIBUTOR INC..

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

ARTICLE IV

The amount of capital with which this corporation shall begin business is FIVE HUNDRED DOLLARS (\$ 500.00) DOLLARS.

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 500 shares, having an individual par value of \$ 1.00-----

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

MARLENE SEIJO
8340 SW 161 PLACE
MIAMI, FL 33193

ARTICLE VI

The initial Board of Directors shall consist of a total of 2 person(s), and the name(s) and address of the person(s) who is to serve as an initial director is:

MARLENE SEIJO
8340 SW 161 PLACE
MIAMI, FL 33193

The names who shall hold office until their successors are elected or appointed or have qualified are:

PRESIDENT: MARLENE SEIJO 100%

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these Articles of Incorporation this 23RD DAY OF JANUARY OF 2002.

M Seijo

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared MARLENE SEIJO known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he (they) acknowledge before me that he (they) executed those Articles of Incorporation.

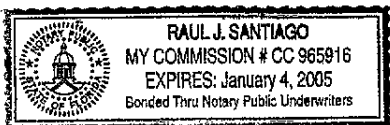
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 23RD DAY OF JANUARY OF 2002

Raul J. Santiago

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires:

RAUL J. SANTIAGO



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: CHEF'S SOURCES DISTRIBUTOR, INC

2. The name and address of the registered agent and office is:

MARLENE SEIJO
(NAME)

8340 SW 161 PLACE

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33193

(CITY/STATE/ZIP)

FILED
02 FEB - 1 PM 12:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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.

SIGNATURE

M Seijo

DATE

1-23-02