

P02000011821

Joe Villari
4201 Poinsettia Dr
St. Pete Beach, FL 33706
January 19, 2002
(727) 360-8211

Florida Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-01/28/02--01052--013
*****70.00 *****70.00

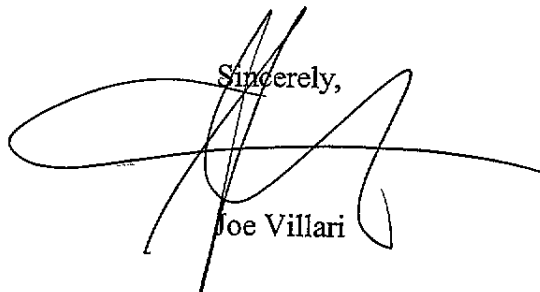
Dear Sir/Madame:

Please find enclosed the articles of incorporation for a new corporation, Bari Foods Inc., in addition to a check in the amount of \$70.00 to cover the filing fees.

If you have any questions, please feel free to call me at the number above.

Thank-you.

Sincerely,



Joe Villari

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02 JAN 28 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF
Bari Foods Inc.

FILED

02 JAN 28 PM 1:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

FIRST: Name. The name of the corporation is Bari Foods Inc.

SECOND: Principal Office. The principal address of the corporation is:

4201 Poinsettia Dr
St. Pete Beach, FL 33706

THIRD: Duration. The period of its duration is perpetual.

FOURTH: Purpose. The purpose for which the corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

FIFTH: Shares. The aggregate number of shares which the corporation will have authority to issue is 150 (one hundred fifty) shares of common stock, each share with a par value of \$1.00 (one dollar).

SIXTH: Initial Officers. The name and address of the initial officer is:

Giovanni Silvestri (President)
3142 West Vina Del Mar Blvd.
St Pete Beach, FL 33706

Joe Villari (Vice-President)
4201 Poinsettia Dr
St. Pete Beach, FL 33706

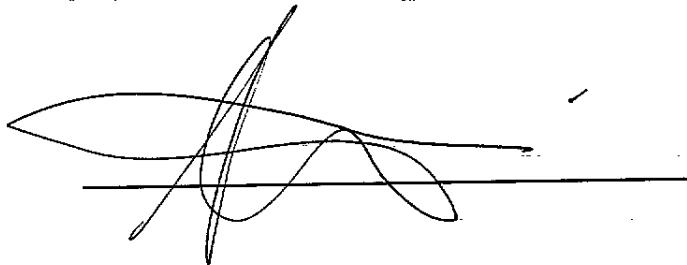
SEVENTH: The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Joe Villari
4201 Poinsettia Dr
St. Pete Beach, FL 33706

EIGHTH: The name and address of the incorporator is:

Joe Villari
4201 Poinsettia Dr
St. Pete Beach, FL 33706


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation January 19, 2002.

A handwritten signature in black ink, appearing to be 'Joe Villari', written over a horizontal line.

State of Florida

County of Pinellas:

The attached Articles of Incorporation for Bari Foods Inc. were hereby acknowledged and sworn to before me January 19, 2002 by Joe Villari. Joe Villari is personally known to me.


Notary Public

My Commission Expires:

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

FILED

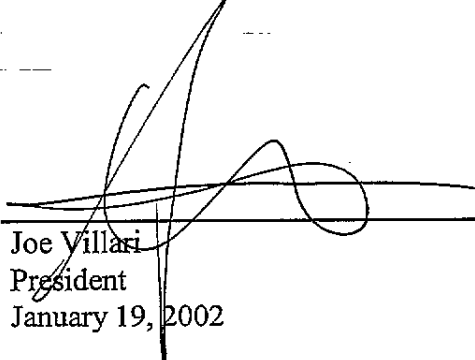
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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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

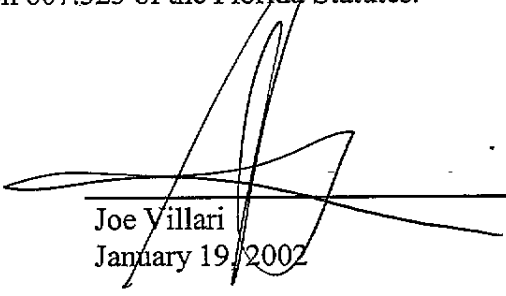
1. The name of the corporation is Bari Foods Inc..
2. The name and address of the registered agent and office is:

Joe Villari
4201 Poinsettia Dr
St. Pete Beach, FL 33706



Joe Villari
President
January 19, 2002

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 of the Florida Statutes.



Joe Villari
January 19, 2002