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(Requestor's Name)

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(City/State/Zip/Phone #)

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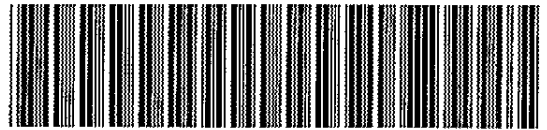
(Business Entity Name)

(Document Number)

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2002 OCT 24 AM 9:23
TALLAHASSEE, FLORIDA

10-28-02

David R. Farbstein
ATTORNEY AT LAW

SUITE D
2765 W. CYPRESS CREEK ROAD
FORT LAUDERDALE, FLORIDA 33309

TEL (954) 977-7801
FAX (954) 977-9761
Oct. 7, 2002

Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: Carmela Italian Specialties, Inc.

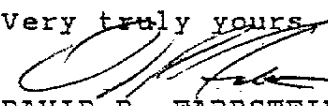
Dear Sirs:

Enclosed please find the following documentation regarding the above-mentioned matter, to-wit:

1. ORIGINAL and one copy of Articles of Incorporation with Registered Agent Certificate.

Also enclosed is my trust account check no. 1452 in the amount of \$70.00 for the filing fee.

Very truly yours,


DAVID R. FARBSTEIN, ESQ.

DRF/me

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CARMELA ITALIAN SPECIALTIES, INC.

ARTICLE I - Name

The name of this Corporation is CARMELA ITALIAN SPECIALTIES, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of One dollar par value (\$1.00) common stock which shares shall be designated "Common Shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial office of this corporation is:
5451 NW 49th Ct., Coconut Creek, Fl. 33073 and the name of the
initial registered agent of this corporation is: MARIA MANNINO, whose
address is 5451 NW 49th Ct., Coconut Creek, Fl. 33073.

THIS DOCUMENT PREPARED BY:

DAVID R. FARBERSTEIN, ESQ.
8010 N. Univ. Dr., 2nd Fl.
Tamarac, Fl. 33321
Fla. Bar No. 198889
954-586-0441

ARTICLE VI - Initial Board of Directors

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the ByLaws, but shall never be less than one. The name and address of the initial Director of this corporation is:

MARIA MANNINO

5451 NW 49th Ct.
Coconut Creek, Fl. 33073

CATERINA PUCCIO

5451 NW 49th Ct.
Coconut Creek, Fl. 33073

ARTICLE VII - Incorporator

The name and address of the persons signing these Articles are:

MARIA MANNINO

5451 NW 49th Ct.
Coconut Creek, Fl. 33073

CATERINA PUCCIO

5451 NW 49th Ct.
Coconut Creek, Fl. 33073


ARTICLE VIII - Amendments

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 2nd day of October, 2002.



MARIA MANNINO

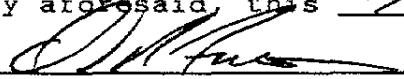


CATERINA PUCCIO

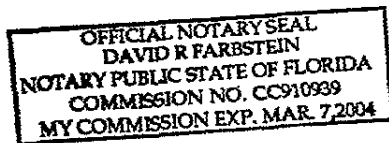
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the County and State set forth above, personally appeared, MARIA MANNINO and CATERINA PUCCIO known by me to be the persons who executed the foregoing Articles of Incorporation. Further, said individuals furnished the following types of identification to the undersigned, to-wit: FL Driver Lic & FL Driver Lic.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 2 day of October, 2002.


NOTARY PUBLIC

My Commission Expires:



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

PURSUANT TO Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

FIRST: That CARMELA ITALIAN SPECIALTIES, INC. is qualified to
do business under the laws of the State of Florida with its principal
office at: 5457 NW 49th Ct., Coconut Creek, Fl. 33073 and has
appointed MARIA MANNINO, of 5457 NW 49th Ct., Coconut Creek, Fl.
33073 as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated
corporation, a place designated in this certificate, I am familiar
with, and hereby accept the duties and responsibilities as registered
agent for said corporation and agree to comply with the provisions of
said Act relative to keeping open said office.



MARIA MANNINO
Resident Agent

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FLORIDA