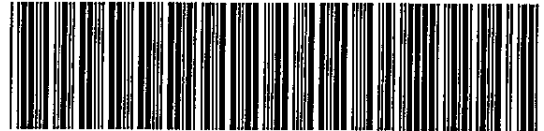


PO2000124000

NEVILLE ANDERSON
3700 SHELLEY RD S
WEST PALM BEACH FL 33407



200008633632

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 1, 2002

NEVILLE ANDERSON
3900 SHELLEY RDS
WEST PALM BEACH, FL 33407

SUBJECT: BEST WAY MEATS, INC.
Ref. Number: W02000031449

We have received your document for BEST WAY MEATS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Ingram
Document Specialist
New Filing Section

Letter Number: 602A00060087

ARTICLES OF INCORPORATION
OF
BEST WAY MEATS AND FISH, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is: BEST WAY MEATS AND FISH, INC.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the Articles by the Secretary of State.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 100 shares of capital stock with a par value of \$1.00 per share

The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the corporation are not to be divided into classes.

ARTICLE V

DIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, property, or in shares of the capital stock of the corporation.

ARTICLE VI

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of his corporation, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal office of the corporation shall be located at:

752 N.W. 7TH AVE
MIAMI, FL 33169

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered agent of the corporation is:

NEVILLE ANDERSON.
752 N.W. 7TH AVE
MIAMI, FL 33169

ARTICLE IX

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be increased or diminished from time to time by the by-laws. The names and addressees of the initial directors of this corporation are:

JOSE SANTOS
752 N.W. 7TH AVE
MIAMI, FL 33169

JOSE ARIAS
752 N.W. 7TH AVE
MIAMI, FL 33169

ARTICLE X

INCORPORATORS

The name and addresses of the person signing these Articles are:

JOSE SANTOS
752 N.W. 7TH AVE
MIAMI, FL 33169

JOSE ARIAS
752 N.W. 7TH AVE
MIAMI, FL 33169

ARTICLE XI

ACTION OF DIRECTORS WITHOUT MEETING

The directors of this corporation may take action by written consent as provided by law.

ARTICLE XII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV

AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 14th day of OCTOBER 2002.

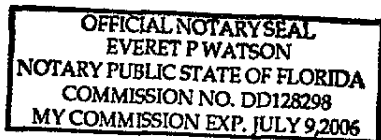

JOSE SANTOS

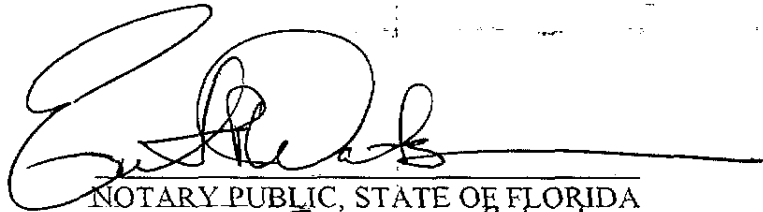

JOSE ARIAS

STATE OF FLORIDA }
 }
COUNTY OF DADE } SS

Before me, the undersign authority, personally appeared, Jose Santos and Jose Arias to me well known and known to be the persons described in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed said instrument for the purpose therein expressed.

WITNESS my hand and seal this 14th day of OCTOBER, 2002




NOTARY PUBLIC, STATE OF FLORIDA

Print Name: EVERET P. WATSON

My Commission Expires: 7/9/2006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

In compliance with section 48.091, FLORIDA STATUTES, the following is submitted that **BEST WAY MEATS AND FISH, INC.** desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Miami, State of Florida, has named **NEVILLE ANDERSON**, located at 6340 NW 170TH Terr Miami, Florida, 33015, as its agent to accept service of process within Florida

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.

Dated this 14th day of OCTOBER 2002.


NEVILLE ANDERSON