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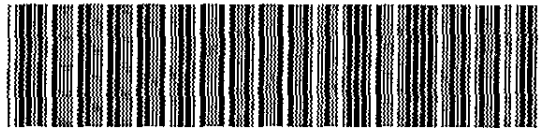
(Business Entity Name)

(Document Number)

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01-01-04

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Robin H. Doxey
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December 18, 2003

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SENT VIA CERTIFIED MAIL, RETURN RECEIPT REQUESTED
7002 2410 0004 5171 1429

Re: Bubba's Worldwide Foods, Inc.
Filing the Articles of Incorporation

Dear Sir/Madam:

Enclosed are the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for the above-referenced entity, together with check # 66093 in the amount of \$87.50, representing your filing fee.

Please acknowledge receipt of the within document by stamping the duplicate copy of this cover letter and returning to me in the prepaid envelope provided. If there is any further action required to incorporate this entity, please contact me at the information provided above.

Please note that the Articles have an effective date of January 1, 2004.

Very truly yours,

A handwritten signature in cursive script that reads 'Robin H. Doxey'. Below the signature, the name 'Robin H. Doxey' is printed in a serif font.

RHD/rhd
Enclosures
cc: E. Bryan Sutton (w/o encls.)

ARTICLES OF INCORPORATION
OF
BUBBA'S WORLDWIDE FOODS, INC.

THE UNDERSIGNED, acting as sole incorporator of a Corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the Corporation (the "Corporation") is:

Bubba's Worldwide Foods, Inc.

SECOND: The initial principal office or mailing address of the Corporation is:

790 101st Avenue North
Naples, Florida 34108

EFFECTIVE DATE
01-01-04

THIRD: The aggregate number of total shares authorized to be issued by the corporation is one hundred thousand (100,000) to be split between non-voting and voting stock as follows:

A. **Non-Voting Stock.** The aggregate number of non-voting shares that the Corporation is authorized to issue is Ninety-Nine Thousand (99,000) shares of Non-Voting Common Stock, and the par value of each such share shall be ONE CENT (\$.01).

Except as expressly limited by the Florida Business Corporation Act Chapter 607 of the Florida Statutes, said shares shall have no voting rights in the company. All other rights conferred with respect to distributions (actual, constructive or otherwise), dividends or liquidation proceeds shall be the same as Voting Stock.

B. **Voting Stock.** The aggregate number of voting shares that the Corporation is authorized to issue is One Thousand (1,000) shares of Voting Common Stock, and the par value of each such share shall be ONE CENT (\$.01). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

1185 Immokalee Road, Suite 110
Naples, Florida 34110

and the name of the Corporation's initial registered agent at such address is:

James R. Nici

FIFTH: The name and address of the sole incorporator of the Corporation is:

James R. Nici
c/o Cox & Nici
1185 Immokalee Road, Suite 110
Naples, Florida 34110

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SIXTH: The number of Directors constituting the initial Board of Directors of the Corporation is at least one (1). The number of Directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the person(s) to serve as Director of the Corporation until the first annual meeting of the Shareholders of the Corporation, or until one or more successors have been elected and qualify, is as follows:

E. Bryan Sutton, Director
790 101st Avenue North
Naples, Florida 34108

Cynthia Sutton, Director
790 101st Avenue North
Naples, Florida 34108

SEVENTH: The effective date for the Articles of Incorporation shall be January 1, 2004.

NOW, THEREFORE, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a Corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 18th day of December, 2003.

By: _____

James R. Nici

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

1. The name of the Corporation is: Bubba's Worldwide Foods, Inc.
2. The name and address of the registered agent and office is:

James R. Nici
c/o Cox & Nici
1185 Immokalee Road, Suite 110
Naples, Florida 34110

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.

Dated: December 18, 2003

By: _____

James R. Nici
Initial Registered Agent

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