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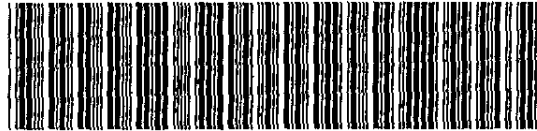
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LAW OFFICES  
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ROBB R. MAASS

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WARREN D. HAYES, SR.

STUART J. HAFT

DWIGHT A. MILLER

June 29, 2004

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Promenade Foods, Inc.

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced company, along with a check for \$70.00 to cover the filing fee and registered agent fee. Please file the original and return a stamped copy to me at your earliest convenience.

Sincerely,

ALLEY, MAASS, ROGERS  
& LINDSAY, P.A.

BY:

  
LOUIS L. HAMBY III

LLH III/cr  
Enc.

**ARTICLES OF INCORPORATION  
OF  
PROMENADE FOODS, INC.**

FILED  
JUL 12 11 0:30  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is PROMENADE FOODS, INC.

**ARTICLE II - DURATION**

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of no par value common stock.

**ARTICLE V - PRINCIPAL OFFICE; MAILING ADDRESS**

The principal office of this corporation is 4400 PGA Blvd., Suite 700, Palm Beach Gardens, FL 33410. The mailing address of the corporation is 4400 PGA Blvd., Suite 700, Palm Beach Gardens, FL 33410

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Louis L. Hamby, III.

**ARTICLE VII - INCORPORATOR**

The name and address of the sole incorporator and person signing these Articles is:

Louis L. Hamby III  
321 Royal Poinciana Plaza  
Palm Beach, FL 33480.

ARTICLE VIII - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29<sup>th</sup> day of June, 2004.

Louis L. Hamby III  
Louis L. Hamby III

STATE OF FLORIDA                     )  
   ) ss:  
COUNTY OF PALM BEACH         )

The foregoing was acknowledged before me this 29<sup>th</sup> day of June, 2004, by Louis L. Hamby III, who is personally known to me.



Cynthia L. Rush  
Signature of Person Taking  
Acknowledgment  
Cynthia L. Rush  
Name typed, printed or stamped  
Title or Rank: \_\_\_\_\_  
Serial Number: \_\_\_\_\_

Acceptance of Designation

The undersigned, Louis L. Hamby III, hereby accepts the designation of himself as registered agent for Promenade Foods, Inc. and agrees to serve in compliance with all applicable Florida Statutes. I am familiar with and accept the obligations of my position as registered agent.

Louis L. Hamby III  
Louis L. Hamby, III