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Office Use Only



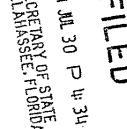
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SECRETARY OF STATE

1. 20 July 1. 10 July

ARTICLES OF INCORPORATION FOR



LDL FOODS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

LDL FOODS, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is:

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, having no par value.

ARTICLE IV

The amount of capital with which this corporation shall begin is One Hundred (\$100.00) Dollars.

ARTICLE V

The initial post office address of the principal office of this corporation, in the State of Florida,

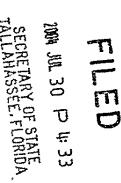
is:

10512 Milburn Lane Boca Raton, Florida 33498

ARTICLE VI

The initial Registered Resident Agent for the corporation is:

Linda Levenson 10512 Milburn Lane Boca Raton, Florida 33498



ARTICLE VII

The directors, officers, or shareholders may, from time to time, relocate the principal office of this corporation to any other address in Florida.

ARTICLE VIII

This corporation shall have at least one (1) director initially, but the number of the directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never been less than one (1).

ARTICLE IX

The name and post office address of the first Board of Directors and Officers are:

NAME
ADDRESS
OFFICE

Linda Levenson
10512 Milburn Lane
Boca Raton, Florida 33498
President
Secretary
Treasurer

ARTICLE X

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the to the Stockholders, and approved at a stockholder's meeting, by a majority of the stock entitled to vote thereon.

SS

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Linda Levenson, who has produced her Florida driver's license as identification, driver's license or whom is personally known to me, to me known to be the person described herein, as subscriber, and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she subscribed to these Articles of Incorporation.

> NOTARY PUBLIC STATE OF FLORIDA

WITNESS my hand and seal in the State and County named above, this ____ day of July,

My Commission Expires:

STATE OF FLORIDA

number:

2004.

COUNTY OF PALM BEACH

CERTIFICATE OF RESIDENT AGENT

PURSUANT TO SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST: That LDL FOODS, INC.

desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the Articles of Incorporation, in the County of Palm Beach, State of Florida, has name:

LINDA LEVENSON 10512 Milburn Lane Boca Raton, Florida 33498

as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been made to accept service of process for the above stated corporation, at place designated, in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act, relative to keeping open said office.

LINDA LEVENSON

SECRETARY OF STATE