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SECRETARY OF STATE  
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LAW OFFICES OF  
**HATCH & DOTY, P.A.**

Mailing Address:  
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Vero Beach, FL 32964-3760

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May 4, 2006

FL Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: BILLY T. FOODS, INC.**

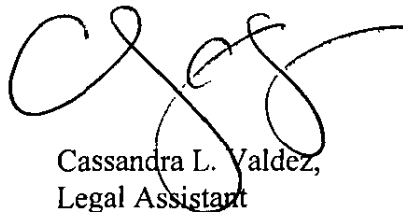
To Whom It May Concern:

Please find enclosed an original and one copy of the Articles of Incorporation for the above referenced entity. Also enclosed is a check in the amount of \$78.75 which represents the filing fee involved.

Please file these Articles of Incorporation and return the certified copy of same to me in the Federal Express envelope provided herein.

Should you have any questions, please do not hesitate to contact me. Thank you.

Sincerely,



Cassandra L. Valdez,  
Legal Assistant

/clv  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
BILLY T. FOODS, INC.**

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06 MAY -8 PM 2:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I - Name**

The name of the corporation shall be **Billy T. Foods, Inc.**, hereinafter referred to as the "Corporation."

**ARTICLE II - Business Purpose**

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

**ARTICLE III - Powers**

The Corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the Corporation as hereinabove set forth in Article II.

**ARTICLE IV - Common Stock**

The Corporation has the authority to issue One Hundred (100) shares of common stock with a par value as may be established by the Board of Directors of the Corporation. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. There shall be such restrictions on the shares of stock of the Corporation as are duly authorized by the Board of Directors of the Corporation consistent with the laws of the State of Florida and the U.S. Internal Revenue Code, as each may be amended from time to time.

**ARTICLE V - Corporate Existence**

The Corporation shall have a perpetual existence.

**ARTICLE VI - Board of Directors**

A. The number of Directors of the Board of Directors of this Corporation shall not be less than one (1) nor more than three (3), or as otherwise set forth in the by-laws of the Corporation. The term of each of the Directors shall be governed by the by-laws of the Corporation.

B. The Board of Directors of the Corporation shall adopt and amend the by-laws of the Corporation to the extent permitted by law.

#### **ARTICLE VII - Indemnification**

The Corporation is empowered to indemnify any officer, director, employee or agent of the Corporation in the manner set forth and provided for in the by-laws of the Corporation and by applicable law.

#### **ARTICLE VIII - Principal Office**

The initial street address and mailing address of the principal office of the Corporation in the State of Florida is P.O. Box 2558, Eaton Park, FL 33840.

#### **ARTICLE IX - Incorporator**

The name and street address of the incorporator is:

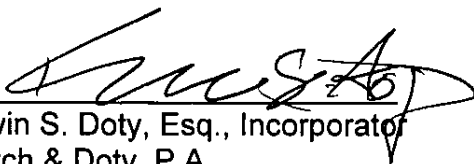
Kevin S. Doty, Esq.  
Hatch & Doty, P.A.  
1701 Highway A1A, Suite 220  
Vero Beach, Florida 32963

#### **ARTICLE X - Registered Agent**

The registered agent and the registered agent's address for service of process within this state shall be:

Kevin S. Doty, Esq.  
Hatch & Doty, P.A.  
1701 Highway A1A, Suite 220  
Vero Beach, Florida 32963

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 1<sup>st</sup> day of May, 2006.



Kevin S. Doty, Esq., Incorporator  
Hatch & Doty, P.A.  
1701 Highway A1A, Suite 220  
Vero Beach, Florida 32963

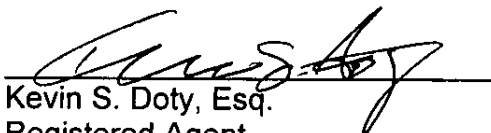
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT  
AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: **BILLY T. FOODS, INC.**
2. The name and address of the registered agent and office is:

Kevin S. Doty, Esq.  
Hatch & Doty, P.A.  
1701 Highway A1A  
Suite 220  
Vero Beach, Florida 32963

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.

  
Kevin S. Doty, Esq.  
Registered Agent  
Dated: May 1, 2006

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA