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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

FLORIDA PROFIT/NON PROFIT CORPORATION

Beefy Produce, Inc.

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Beefy Produce, Inc.

Article II. Address

The street and mailing address of the Corporation's initial principal office is:
Beefy Produce, Inc.
14339 Smith Sundry Rd.
Delray Beach FL 33446

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Richard E. Bowman
14339 Smith Sundry Rd.
Delray Beach FL 33446

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Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Richard Bowman
Theresa Bowman
Scott Niebel
Debra Niebel

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Theresa A. Bowman | FL Bar Member 1139
The Law Office of Theresa A. Bowman, Esq., P.A.
14339 Smith Sundry Road
Delray Beach FL 33446
561-441-1292

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Article V. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 18, 2006.

The undersigned incorporator executed these Articles of Incorporation on 10/18/2006.



CORPORATE CREATIONS INTERNATIONAL INC.
Taide Baez Vice President

Theresa A. Bowman | FL Bar Member 1139
The Law Office of Theresa A. Bowman, Esq., P.A.
14339 Smith Sundry Road
Delray Beach FL 33446
561-441-1292

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**


CORPORATION:

Beefy Produce, Inc.

REGISTERED AGENT/OFFICE:

Richard E. Bowman
14339 Smith Sundry Rd.
Delray Beach FL 33446

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



RICHARD E. BOWMAN

by T. Batz as attorney-in-fact

Date: 10/18/2006.

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