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INTERNATIONAL CUISINE

FILED
JUN 18 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 15, 2001

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

Amended &
Restated
Articles

Gentlemen:

Enclosed is a check for \$43.75, and Amended And Restated Articles of Incorporation for International Cuisine, Inc. This check is to cover the following:

Filing Fee \$35.00

Certified Copy Fee 8.75

Total \$43.75

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-06/19/01--01003--014
*****43.75 *****43.75

You are requested to file these Amended and Restated Articles of Incorporation in accordance with Florida Statutes and issue a certified copy.

Thank You.

Sincerely,



M. A. Shaikh
President

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01 JUN 18 PM 4:36
DIVISION OF CORPORATIONS

RR
6/18/01

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
INTERNATIONAL CUISINE, INC.**

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TALLAHASSEE, FLORIDA

The undersigned hereby presents these Amended and Restated Articles of Incorporation of International Cuisine, Inc., a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this corporation is INTERNATIONAL CUISINE, INC.

ARTICLE II

CORPORATE EXISTENCE

The corporate existence of this corporation commenced on November 15, 1993, and shall exist perpetually thereafter, unless sooner dissolved according to law.

ARTICLE III

PURPOSE

The general nature of the business to be transacted by this corporation is to engage in the business of gourmet foods and for the purpose of transacting any and all other lawful business.

ARTICLE IV

PRINCIPAL OFFICE

The address of the principal office of this corporation and its mailing address is:

9428 Baymeadows Road
Suite 108
Jacksonville, FL 32256

ARTICLE V

CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is 25,000,000 shares of common stock Class A having a nominal or par value of \$0.01 per share. Every share of common stock Class A shall be entitled to one vote and shall have the same rights and privileges as every other share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 8853 San Jose Boulevard, Jacksonville, FL 32217, and the name of the initial registered agent of this corporation at that address is Edwin Presser.

ARTICLE VII

BOARD OF DIRECTORS

This corporation has three directors. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one. The names and addresses of the directors of this corporation are:

NAME	ADDRESS
Delmer W. Dallas	8090 Hunters Grove Road Jacksonville, FL 32256
Qudratullah Mojadidi	6518 Christopher Point Road W. Jacksonville, FL 32217
M. A. Shaikh	P. O. Box 5248 Jacksonville, FL 32247

ARTICLE VIII


AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

The foregoing Amended And Restated Articles of Incorporation supersede the original Articles of Incorporation.

IN WITNESS WHEREOF, These Amended and Restated Articles of Incorporation have been executed this 15th day of June, 2001.

INTERNATIONAL CUISINE, INC.



M. A. Shaikh, its President

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*CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED*

In pursuance of applicable Florida Statutes, the following is submitted, in compliance with said law:

That INTERNATIONAL CUISINE , INC., desiring to organize under the laws of the State of Florida, has named Edwin Presser, located at 8853 San Jose Boulevard, Jacksonville, FL 32217, as its agent to accept services of process within this state.

Having been named to accept services of process for the above stated corporation, at the above stated address, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 
EDWIN PRESSER
Registered Agent

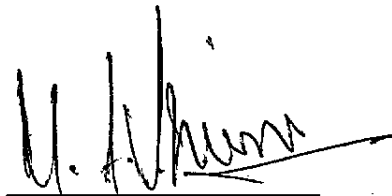
ADOPTION OF AMENDMENT

Pursuant to the provisions of section 607.1006, Florida Statutes, International Cuisine, Inc., a Florida profit corporation adopts the foregoing Amended And Restated Articles of Incorporation. These Amended And Restated Articles of Incorporation were approved by the shareholders on June 14, 2001. The number of votes cast were sufficient for approval.

Signed this 15th day of June, 2001

International Cuisine, Inc.

By:

A handwritten signature in black ink, appearing to read 'M. A. Shaikh', written over a horizontal line.

M. A. Shaikh, President