DAVID N ROSNER WIMES STEVEN M SIMON SAMUEL M DANZIGER JEROME C LEVENSTEIN DONALD SIMON L A BERNS GEORGE THOMAS GREEN TERESA; SAGASER

OF COLMBIA BONNIE L ROSNER ROMO CENTRIED TAX LAWYER LAW OFFICES
ROSNER & SIMON
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FORT LAUDENDALE OFFICE: LITIGATION BUILDING, SUITE 204 633 SOUTH ANDREWS AVENUE FORT LAUDERDALE, FLORIDA 33301 TELEPHONE BROWARD (305) 487-6680

HOLLYWOOD OFFICE: 6067 HOLLYWOOD BOULEVARD HOLLYWOOD, FLORIDA 33024 TELEPHONE (305) 985-4235

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POSOMO A Pabruary 1, 1990

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

> RE: Breakfast Baskets, Inc. Our File No.: 95-10996

Dear Madam or Sir:

Pelative to the above-captioned matter, lengtone herewith for filing original and one copy of Articles of incorporation. Also enclosed is a check in the amount of \$122.50 for your for. Please provide us with a stamped filed copy.

Sincery's from

SAMUFI F. PANZIGER

SRO/ur Unclesures

ABB 108/95 000 PAG-10690

ARTICLES OF INCORPORATION

OF

BREAKFAST BASKETS, INC.



ARTICLE I - NAME

The name of the corporation is: BRENKFAST BASKETS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of fifty (\$.50) cents par value common stock which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 2822 S.W. 141 Court, Miami, Florida 33175 and the name of the initial registered agent of this corporation and her address is: NAYRA ROJAS, 2822 S.W. 141 Court, Miami, Florida 33175.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one(1) director initially. The number of directors may be either increase or diminish from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is: NAYRA ROJAS, 2822 S.W. 141 Court, Miami, Florida 33175.

ARTICLE VII - INCORPURATORS

The name and address of the person signing these Articles of Incorporation is: NAYRA ROJAS, 2822 S.W. 141 Court, Miami, Florida 33175.

ARTICLE VIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorportion on this 3rd day of February, 1995.

STATE OF FLORIDA

) ss.

COUNTY OF DADE

I HEREBY CERTIFY that on this day personally appeared before we, an officer duly authorized to administer oaths and take acknowledgements, NAYRA ROJAS, to me well known to be the person who executed the foregoing Articles of Incorporation of BREAKFAST BASKETS, INC. acknowledged that she signed and executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida on this 3rd day of February, 1995.

SWORN TO AND SUBSCRIBED before me this 3rd day of filmen, 1995 day of Telman, 1995.

My Commission Expires: MONTHRY TUBLIC STATE OF FLORIDA SEAL TEREST DESERVED IN SEAL OF SEAL O

CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICIA FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, FOLLOWING IS SUBMITTED:

FIRST THAT, BIFAKFAST BASKETS, INC. 18 organized and qualified under the 18ws of the State of Florida, with its principal place of business at 2822 S.W. 141 Court, Miami, Flor, da 33175 has named NAYRA ROJAS, located at 2822 S.W. 141 Court, Miani, Florida 33175, as its Agent to accept Service of Process within Florida.

SIGNATURE

TITLE

DATE

Having been named to accept Service of Process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE

DATE

SWORN TO AND SUBS 'IBED before me this day of rik

NOTARY PUBLIC SAMEL R. DANZILAR

State of Florida at Large

My Commission Expires: MCTARY PUBLIC STATE OF FLORIDA OF COMMISSION EXPLAINT 11,19% SOUDED THEU CONFERE INS. UND