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HOLLYWOOD, FLORIDA 33024
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February 7, 1995

P95000010690

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

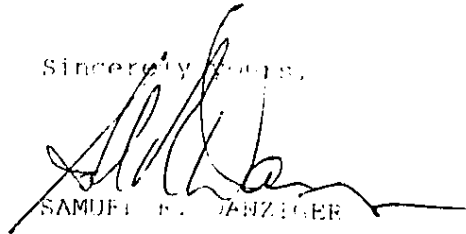
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RE: Breakfast Baskets, Inc.
Our File No.: 95-10996

Dear Madam or Sir:

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

Sincerely yours,


SAMUEL H. DANZIGER

SRD/ur
Enclosures

SRD
2/10/95
P95-10690

FILED
1995 FEB -6 PM 2:39
TALLAHASSEE

ARTICLES OF INCORPORATION
OF

BREAKFAST BASKETS, INC.

FILED
1995 FEB - 6 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is: BREAKFAST 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.

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

FILED
1995 FEB - 6 PM 2:39
STATE OF FLORIDA
TALLAHASSEE

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

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

SIGNATURE *Nayra Rojas*
NAYRA ROJAS
TITLE President
DATE 2/3/95

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 *Nayra Rojas*
NAYRA ROJAS
DATE 2/3/95

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

Samuel R. Danzicker
NOTARY PUBLIC SAMUEL R. DANZICKER
State of Florida at Large

My Commission Expires: NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES 11, 1995
BONDED THROUGH GENERAL INS. UND.