

FEELIN' SAUCEY FOODS, INC.
314 S. W. 13TH AVENUE
CAPE CORAL, FLORIDA 33991

P95000010748

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

500001397765
-02/03/95--01085--014
***122.50 ***122.50

Gentlemen:

As Incorporator of the above named corporation, I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida.

Enclosed are the following papers, together with our check:

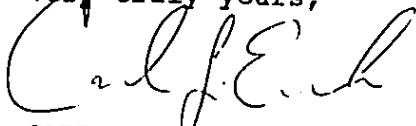
- a) Original and one copy of Certificate of Incorporation for filing and approval by your office;
- b) Certificate of Registered Agent;
- c) Check to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate.
\$52.50 for certified copy.
\$35.00 for Registered Agent Designation.

FILED
05 FEB -3 PM 3:00
CORPORATION STATE
TALLAHASSEE, FLORIDA

Please return certified copy as soon as possible.

Very truly yours,



CARL EVERK

H. SMITH FEB - 8 1995

enclosure

**ARTICLES OF INCORPORATION
OF
FEELIN' SAUCEY FOODS, INC.**

FILED
95 FEB - 3 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this corporation is:

FEELIN' SAUCEY FOODS, INC.

The address is:

314 S. W. 13TH AVENUE
CAPE CORAL, FLORIDA 33991

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business, permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1 (one dollar) per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

**ARTICLE V. REGISTERED AGENT AND INITIAL
REGISTERED OFFICE**

The registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

CARL EVERK
314 S. W. 13TH AVENUE
CAPE CORAL, FLORIDA 33991

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have (1) director initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and the street address is:

CARL EVERK
314 S. W. 13TH AVENUE
CAPE CORAL, FLORIDA 33991

The persons named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

CARL EVERK

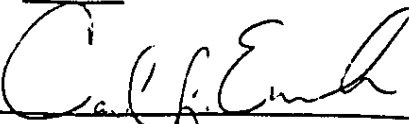
314 S. W. 13TH AVENUE

CAPE CORAL, FLORIDA 33991

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, CARL EVERK,
Incorporator, has executed the foregoing Articles of Incorporation
on 25rd day of January, 1995.

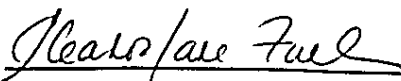


CARL EVERK

INCORPORATOR

BEFORE ME, a Notary Public, personally appeared
CARL EVERK to me known to be the person described as Incorporator
and who executed the foregoing Articles of Incorporation, and
acknowledged before me that he subscribed to these Articles of
Incorporation on 25th day of January,
1995.

My commission expires:

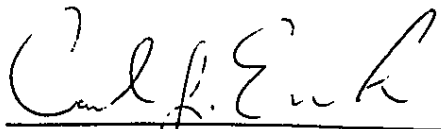


Notary Public



ELEANOR JANE FUNK
My Commission CC318480
Expires Sep. 23, 1997
Bonded by HAI
800-422-1555

I hereby am familiar with and accept the duties and
responsibilities of registered agent for FEELIN' SAUCEY FOODS, INC.



CARL EVERK

REGISTERED AGENT

BEFORE ME, a Notary Public, personally appeared CARL EVERK, to me known to be the person described as Registered Agent and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal this 25th day of January, 1995.

Eleanor Jane Funk
Notary Public

My Commission expires:



ELEANOR JANE FUNK
My Commission CC318480
Expires Sep. 23, 1997
Bonded by HAI
800-422-1555


FEELIN' SAUCEY FOODS, INC.
314 S. W. 13TH AVENUE
CAPE CORAL, FLORIDA 33991

FILED
95 FEB -3 PM 3 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

FIRST: That FEELIN' SAUCEY FOODS, INC., is desiring to
organize or qualify under the law of the State of Florida with its
principal place of business at 314 S. W. 13TH AVENUE, Cape Coral,
State of Florida, 33991, has named CARL EVERK, 314 S. W. 13TH
AVENUE, Cape Coral, Florida 33991, as its agent to accept service
of process within Florida.




CARL EVERK

INCORPORATOR

Date

1/25/95

Having been named to accept service of process for the above state
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.



CARL EVERK
Registered Agent

Date

1/25/95