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KAPLAN & GAYLORD, P.A.

ATTORNEYS AT LAW

SANCTUARY CENTRE - SUITE 306B

4800 NORTH FEDERAL HIGHWAY

BOCA RATON, FLORIDA 33491

TELEPHONE (407) 750-7400

MARC R. GAYLORD
WAYNE KAPLAN
ALSO MEMBER OF DC BAR

TELECOPIER
(407) 750-7335

February 22, 1995

VIA FEDERAL EXPRESS

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

500001415875
-02/27/95- 01010--007
***\$122.50 ***\$122.50

Re: Viobanna Pasta, Inc.
Articles of Incorporation

Gentlemen:

Enclosed herewith are the originals and one copy of Articles of Incorporation for the above-referenced name. I have enclosed a check in the amount of \$122.50 as your fee for same.

Thank you for your attention to this matter, and if you have any questions or concerns regarding the foregoing, please do not hesitate to contact me.

Sincerely yours,

Marc R. Gaylord, Esq.

MRG/jmd
Enclosures

FILED
95 FEB 23 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
2/24/95

ARTICLES OF INCORPORATION

FOR

VIOBANNA PASTA, INC.

FILED

95 FEB 23 AM 11:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers of these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is:

VIOBANNA PASTA, INC.

ARTICLE II

The general nature of the business and objects and purposes to be transacted and carried on by this corporation are:

To engage in any activity of business permitted under the laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue is ONE THOUSAND (1,000) shares of common stock, having a nominal or par value of ONE AND 00/100 DOLLARS (\$1.00) per share.

ARTICLE IV

The amount of capital stock with which this corporation shall begin business is not less than ONE THOUSAND AND 00/100 DOLLARS (\$1,000.00).

ARTICLE V

The initial street address of this corporation is 23402 Torre Circle, Boca Raton, Florida 33433.

ARTICLE VI

This corporation shall have perpetual existence.

ARTICLE VII

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

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors and subscribers are:

Name	Address
Joan Scalzo	23402 Torre Circle, Boca Raton, Florida 33433

ARTICLE IX

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

ARTICLE X

This corporation desiring to organize under the laws of the State of Florida with its principal office, as indicated in these Articles of Incorporation, in Palm Beach County, State of Florida, has named JOAN SCALZO, 23402 Torre Circle, Boca Raton, Florida 33433 as its Registered Agent to accept service of process within this State.

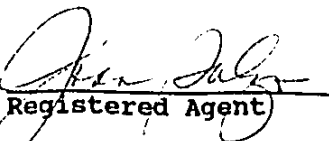
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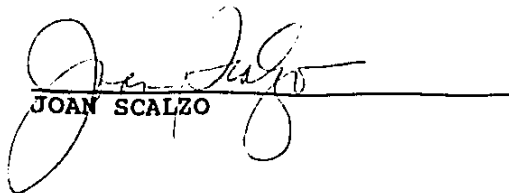
SECRETARY for the
STATE OF FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Article, I hereby accept to act in this capacity and agree to comply with the revisions of said Act relative to keeping open said office.


Registered Agent

IN WITNESS WHEREOF, The undersigned, the sole members of the original Board of Directors and subscribers have hereunto set our hands and seals this 22 day of February, 1995, for the purpose of forming this corporation to do business both within and without the State of Florida, and pursuant to the laws of the State of Florida for corporations, do make and file in the Office of the Secretary of State these Articles of Incorporation and certify that the facts herein are true.


JOAN SCALZO

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgments and administer oaths, in the State and County aforesaid, personally appeared, JOAN SCALZO, known to me as the sole original member of the first Board of Directors and Subscriber who executed the foregoing Articles of Incorporation.

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me
this 22 day of February, 1995, by JOAN SCALZO, as a
Florida corporation, on behalf of the corporation. She is
personally known to me or who has produced A. Deane
LICENSE as identification and did take an oath.

NOTARY PUBLIC:

M. R. Gaylord

My commission expires:



MARC R. GAYLORD
My Comm Exp. 10/13/97
Bonded By Service Ins
No. CC323275
|| Personally Known || Other I.D.