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April 28, 1995

Secretary of State
Division of Corporations
New Filings
409 East Gaines Street
Tallahassee, Florida 32399

30000014744231
-05/03/95--01173--003
***122.50 ***122.50

Re: CLAIRE'S FANCY FOODS, INC.

Dear Sirs:

Enclosed herewith please find Articles of Incorporation for the above-referenced corporation. Additionally, enclosed herewith please find check in the amount of \$122.50 representing filing fees for same.

Thank you.

Alex N. Grief, Esq.

FILED
95 MAY -3 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC
5/8/95

**ARTICLES OF INCORPORATION
OF
CLAIRE'S FANCY FOODS, INC.**

THE UNDERSIGNED subscriber to these Articles of Incorporation, a natural person competent to contract, forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME:

The name of this Corporation is:

CLAIRE'S FANCY FOODS, INC.

ARTICLE II. NATURE OF BUSINESS:

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK:

The Capital Stock of this corporation shall be divided into ONE THOUSAND (1,000) shares of stock with \$1.00 par value.

ARTICLE IV. INITIAL CAPITAL:

The amount of capital with which this corporation will begin business is ONE THOUSAND (\$1,000.00) DOLLARS.

ARTICLE V. TERM OF EXISTENCE:

This corporation shall exist perpetually from the date of the filing of these Articles.

ARTICLE VI. ADDRESS:

The street address of the initial registered office of the corporation is:

1759 N.W. 2ND AVENUE
BOCA RATON, FLORIDA 33432

The name of the initial resident agent of this corporation at that address is:

JOSEPH LHOTKA

The street address of the principal place of business shall be:

1759 N.W. 2ND AVENUE
BOCA RATON, FLORIDA 33432

FILED
95 MAY -3 PM 3:32
CLERK OF THE STATE
TREASURER OF FLORIDA

II. DIRECTORS:

This corporation shall have one (1) Director initially. The number of directors may be increased or diminished from time to time, as provided in the By-Laws.

ARTICLE VIII. INITIAL ADDRESS:

The name and address of the member of the first Board of Directors is:

JOSEPH LHOTKA, ESQ.
1759 N.W. 2ND AVENUE
BOCA RATON, FLORIDA 33432

ARTICLE IX. SUBSCRIBERS:

The name and address of each Subscriber to these Articles of Incorporation is:

JOSEPH LHOTKA, ESQ.
1759 N.W. 2ND AVENUE
BOCA RATON, FLORIDA 33432

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 27 day of April, 1995.


JOSEPH LHOTKA

STATE OF FLORIDA :

ss

COUNTY OF PALM BEACH :

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County aforesaid, personally appeared JOSEPH LHOTKA, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 27 day of April, 1995.


NOTARY PUBLIC, STATE OF FL.

My Commission Expires:

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above-stated corporation, at a place designated in this Certificate, I hereby accept said designation as Registered Agent and agree to comply with the provisions relative to keeping said office open.

Joseph W. Lhotka
JOSEPH LHOTKA

FILED
MAY - 3 PM 5:32
TALLAHASSEE, FLORIDA
SECRETARY OF STATE