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144 N. STATE RD. 7
MARGATE, FLORIDA 32003
800.070.0001
FAX: 800.070.0002

May 3, 1995

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-05/03/95- -01125--013
*****70.00 *****70.00

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

Gentlemen:

Enclosed please find original and copy of Articles of
Incorporation for R.L. FOODS, INC., which please
file immediately and return stamped copy to this office.

Filing fee for the Secretary of State, for stamped
copy is enclosed herewith.

Thank you for your cooperation.

Very truly yours,



Lawrence Presser

Enclosures/

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY 3 1995
95 MAY -8 PM 2:29

ARTICLES OF INCORPORATION

OF

R. L. FOODS, INC.

The undersigned, desiring to incorporate under the laws of the State of Florida, hereby submits the following:

ARTICLE I

The name of the corporation is

R.L. FOODS, INC.

ARTICLE II

The general purpose for which the corporation is organized is to engage in any lawful business permitted for corporations under the Florida General Corporation Act.

ARTICLE III

The duration of the corporation is perpetual.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is one hundred. The par value of each share shall be one dollar. The shares shall be of a single class.

SECRET
DIVISION OF INVESTIGATION
55 MAY -9 PM 2:29

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ARTICLE V

The street address of the corporation's principal place of business is:

2301 West Sample Road #2A
Pompano Beach, Florida 33073

ARTICLE VI

The Registered Agent for the corporation is
ROBERT LERNER, whose address is:

2301 West Sample Road
Pompano Beach, Florida 33073

ARTICLE VII

The number of directors constituting the initial Board of Directors is one. The name and address of the person who is to serve as member of the initial Board of Directors is:

ROBERT LERNER
2301 West Sample Road #2A
Pompano Beach, Florida 33073

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ARTICLE VIII

The name and address of the incorporator of the corporation is:

ROBERT LERNER
2301 West Sample Road #222
Pompano Beach, Florida 33073

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of May, 1995.

Self

ROBERT LERNER

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public duly authorized to take acknowledgements in the State and County set forth above, personally appeared ROBERT LERNER, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

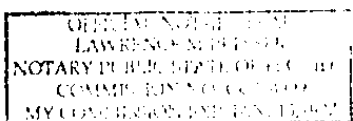
SEAL
NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION NO. 11111
EXPIRES 12-29-95

WITNESS my official hand and seal in the State and County aforesaid this 3rd day of May, 1995.

My Commission Expires:

Lawrence M. Brown

Notary Public



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The following is submitted pursuant to Chapter 40,
Florida Statutes:

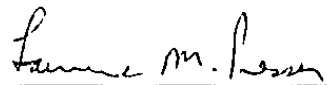
That R. L. FOODS, INC., desiring to
organize under the laws of the State of Florida, with its
principal office as indicated in the Articles of Incorporation
in the Pompano Beach, County of Broward, State of Florida,
has named ROBERT LERNER, as its agent to accept service of
process in this State.

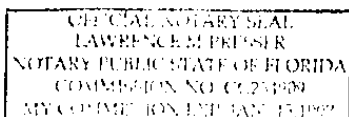
ACKNOWLEDGMENT: Having been named to accept service
of process for the above stated corporation at the place
designated in the Articles of Incorporation, I hereby accept to
act in that capacity and agree to comply with the provisions of
the Florida Corporation Act regarding keeping said corporation's
registered office open.


ROBERT LERNER
Registered Agent

Sworn to, subscribed and acknowledged before me by
ROBERT LERNER, this 3rd day of May, 1995.

My Commission Expires:


Notary Public



SECRET
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MAY 11 1995
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