

1201 HAYS STREET
TALLAHASSEE, FL 32301
(904) 222-9171
(904) 222-0193 FAX

800-342-8086



P95000041552

ACCOUNT NO. : 0721000000032

REFERENCE : 605767 81557A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Piggitt

ORDER DATE : May 26, 1995

ORDER TIME : 9:16 AM

ORDER NO. : 605767

CUSTOMER NO: 81557A

RUSH WILL WAIT

CUSTOMER: Mark F. Mooney, Esq.
MARK F. MOONEY, ESQ

Bay Lake Center, Suite 201
13907 North Dale Mabry Hwy
Tampa, FL 33618

Rush

DOMESTIC FILING

X

NAME: LIN INTERNATIONAL, INC.

Will

Wait

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
X PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

MAY 26 1995

FILED
95 MAY 26 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*FILED

95 MAY 26 AM 11:20

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIN INTERNATIONAL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LIN INTERNATIONAL, INC.

The address of the principal office of this corporation shall be 13907 North Dale Mabry, Tampa, Florida 33618, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 26, 1995.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

FILED

95 MAY 26 AM 11:20

ACCEPTANCE OF REGISTERED AGENT DESIGNATION OF STATE
IN ARTICLES OF INCORPORATION OF FLORIDA

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

LEL/gls

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

P95000041552

CSC networks
PRESTIGE DATA
LEGAL & FINANCIAL SERVICES

95 JUN 1 AM 10:03
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 608098 81557A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 35.00

ORDER DATE : June 1, 1995

ORDER TIME : 9:34 AM

ORDER NO. : 608098

CUSTOMER NO: 81557A

CUSTOMER: Mark F. Mooney, Esq.
Mark F. Mooney, Esq
Bay Lake Center, Suite 201
13907 North Dale Mabry Hwy
Tampa, FL 33618

File Second

300001503293

DOMESTIC AMENDMENT FILING

NAME: LIN INTERNATIONAL, INC.

6/1/95
95 JUN -1 PM 12:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

6/1
John
Trane Chang

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
LIN INTERNATIONAL, INC.

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUN -1 PM12:32

Pursuant to the provisions of Section 607.1006(1) of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation.

1. The name of the Corporation is LIN INTERNATIONAL, INC.

2. The following amendment to the Articles of Incorporation were adopted by the Shareholders of the Corporation on the 26th day of May, 1995, in the manner prescribed by the Florida Business Corporation Act:

Article I is hereby amended to read as follows:

"The name of the Corporation shall be Phoenix Fresh Foods, Inc. The address of the principal office of this corporation shall be 5100 E. Hanna, Tampa, Florida 33610."

3. The shares of the Corporation issued and outstanding at the time of adoption was 100 shares and the number of shares entitled to vote thereon was 100.

4. The number of shares voted in favor of such amendment was 100 and the number of shares voted against such amendment was zero.

DATED this 26 day of May, 1995.

ATTEST:

By: Thomas Lin,
Secretary

LIN INTERNATIONAL, INC.,

By: Thomas Lin,
President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 26th day of May, 1995 by Thomas Lin, as President and Secretary of Lin International, Inc., a Florida Corporation, on behalf of the Corporation. He is personally known to me or has produced a Florida Drivers License as identification and did not take an oath.

DIL-HL 1500 829 55 217-0

A. Ivis Velazquez
(Signature of Notary)

A. Ivis Velazquez
(Printed Name of Notary)

NOTARY PUBLIC
State of Florida At Large

My Commission Expires:

A. IVIS VELAZQUEZ
Notary Public, State of Florida
My comm. expires June 25, 1996
No. CC 384482

1201 HAYS STREET •
TALLAHASSEE, FL 32301
904-222-9171
TOLL-FREE (800) 342-8086

800-342-8086



DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 605767 81557A

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizit

ORDER DATE : May 26, 1995

ORDER TIME : 9:27 AM

ORDER NO. : 605767

CUSTOMER NO: 81557A

CUSTOMER: Mark F. Mooney, Esq.
Mark F. Mooney, Esq.
Bay Lake Center, Suite 201
13907 North Dale Mabry Hwy
Tampa, FL 33618

200001519522

CHANGE OF AGENT

NAME: PHOENIX FRESH FOODS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: CAROL HENSAL

FILED
95 JUN 21 PM 2:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

b7c
gao
RA
Chang

Charter No. P9500004552

Date Filed May 26, 1995

**STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT**

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: Phoenix Fresh Foods, Inc.

2. The name and address of its present registered agent is: Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

Thomas Lin

5100 E. Hanna Avenue

Tampa, Florida 33610

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Thomas Lin, President
(Typed or printed name and title)

Signature

Thomas Lin
(President or Vice President)

Date

6/15/95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Thomas Lin

Signature

Thomas Lin
(Agent)

Date

6/15/95

FILED
95 JUN 21 PM 2:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA