P4DUDHU3662

George Torggler 8800 Lyndhurst Place Orlando, Florida 32836

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

SUBJECT: COASTAL VALLEY FOODS, INC.

600001510846 -06/12/95--01040--002 ****122.50 ****122.50

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation, as well as a check in the amount of \$122.50 for the filing fees and certified copy of the Articles of Incorporation.

Very truly yours,

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ARTICLES OF INCORPORATION OF COASTAL VALLEY FOODS, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation shall be COASTAL VALLEY FOODS, INC.

Article 2. Principal Officer. The principal place of business and the mailing address of this Corporation shall be 8800 Lyndhurst Place, Orlando, Florida 32836.

Article 3. Shares. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10 per share.

Article 4. Initial Registered Agent and Street Address. The address of the initial Registered Agent of the Corporation is 8800 Lyndhurst Place, Orlando, Florida 32836 and the name of its initial Registered Agent at that address is GEORGE TORGGLER.

Article 5. Incorporators. The names and street addresses of the incorporators to these Articles of Incorporation are as follows: GEORGE TORGGLER, 8800 Lyndhurst Place, Orlando, Florida 32836 & STEVEN SCHEINBERG, 801 Brickell Avenue Suite 944, Miami, Florida 33131.

A ticle 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one. The names and addresses of the initial Directors of the Corporation are as follows: GEORGE TORGGLER, 8800 Lyndhurst Place, Orlando, Florida 32836 & STEVEN SCHEINBERG, 801 Brickell Avenue Suite 944, Miami, Florida 33131.

Article 7. Duration. The duration of the Corporation is perpetual.

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Commencement of Corporate Existence. In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date upon filing of these Articles of Incorporation.

Article 10 Indemnification. The Corporation shall indemnify each Officer, including any former Officers, to the full extent permitted by law.

Article 11. Purpose. The general purposes for which the Corporation is organized are the following.

- A. To engage in and transact any lawful business for which corporation may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this ______ day of June, 1995.

GEORGE TORGGLER

STEVEN SCHEINBERG

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing has been acknowledged before me on the _____ of June 1995, by GEORGE TORGGLER who is personally known to me (or produced a current driver's license issued by a state of the United States) and who did not take an oath.

First, type, or stemp name of Notary Public Penorsity known. D OR Produced ID

EDLT 624310383460

WEST M

OFFICIAL SEAL
PATRICIA J. BROWN
My Commission Expires
June 7, 1996
Comm. No. CC 206231

Latrice & Brown Notary Public & Brown

My Commission Expires:

The foregoing has been acknowledged before me on the ____ of June 1995, by STEVEN SCHEINBERG who is personally known to me (or produced a current driver's license issued by a state of the United States) and who did not take an oath.

Notary Public

CC12654-

My Commission Expires:

Notary Public, State of Florida My Commission El pass July 14, 1890

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the Laws of the State of Florida, submits the following statemen, in designating the Registered Office/Registered Age. in the State of Florida.

1. The name of the Corporation is:

COASTAL VALLEY FOODS, INC.

2. The name and address of the Registered Agent and Office is: George Torggler 8800 Lyndhurst Place Orlando, Florida 32836

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 of COASTAL VALLEY FOODS, INC. and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.

Dated this 6 day of June, 1995.

Registered Agent