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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA



PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000032

REFERENCE : 671569 140454A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : August 30, 1995

ORDER TIME : 10:42 AM

ORDER NO. : 671569

CUSTOMER NO: 140454A

CUSTOMER: Margee Ryder, Legal Assistant  
OLLE MACAULAY & ZORRILLA, P.A.

1402 Miami Center  
201 South Biscayne Boulevard  
Miami, FL 33131

DOMESTIC FILING

NAME: CHIEFS OF EUROPE FOOD COMPANY,  
INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lydia E. Lott

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
8-30-95

ARTICLES OF INCORPORATION  
OF  
CHEFS OF EUROPE FOOD COMPANY, INC.

FILED  
95 AUG 30 1983  
MIAMI FLORIDA

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is Chefs OF Europe Food Company, Inc. Its business mailing address is 201 South Biscayne Boulevard, Suite 1402, Miami, Florida 33131.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE V - INITIAL  
REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be Olle, Macaulay & Zorrilla, P.A., 1402 Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131, and the initial registered agent of this Corporation at such office shall be Robert B. Macaulay, who upon accepting this designation agrees to comply

with the provisions of Section 48.091, Florida Statute, as amended from time to time, with respect to keeping an office open for service of process.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS


The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The names and addresses of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Ivano Vivarelli	201 South Biscayne Boulevard Suite 1402 Miami, Florida 33131
Mirko Crosio	201 South Biscayne Boulevard Suite 1402 Miami, Florida 33131

#### ARTICLE VII - INCORPORATOR

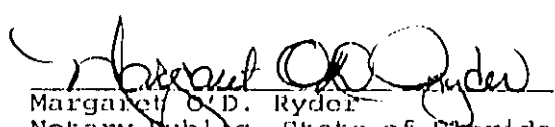
The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Robert B. Macaulay	1402 Miami Center 201 South Biscayne Boulevard Miami, Florida 33131

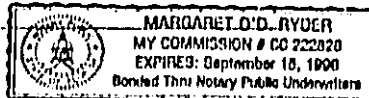
  
Robert B. Macaulay, Incorporator

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF DADE )

The foregoing Articles of Incorporation of Chefs Of Europe Food Company, Inc. were acknowledged before me this 29th day of August, 1995, by Robert B. Macaulay, an Incorporator, who is personally known to me.

  
Margaret O'D. Ryder  
Notary Public, State of Florida

My Commission Expires:



(Seal)

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for Chefs Of Europe Food Company, Inc. at the place designated in the Articles of Incorporation, Robert B. Macaulay agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: August 29, 1995

  
Robert B. Macaulay

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CLERK OF DISTRICT COURT  
DADE COUNTY, FLORIDA