

P96000001796

DECEMBER 22, 1995

FILED

95 JAN -2 AM 11:16

Bureau of Commercial Filing
Department of State
PO Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Gentlemen:

Enclosed for filing are the original and two copies of the Articles of Incorporation for Celebrity Food Distribution Systems, Incorporated, and a check for \$70 for the filing fee.

Please file the Articles in your normal manner, and return the file stamped copies in the self-addressed envelope I have provided.

Thank you for your anticipated cooperation.

Very truly yours,


Stephen M. Wittenberg
407-995-9200

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ARTICLES OF INCORPORATION OF
CELEBRITY FOOD DISTRIBUTION SYSTEMS, INCORPORATED

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, FOR THE PURPOSES OF FORMING A CORPORATION UNDER
THE FLORIDA GENERAL CORPORATION ACT, DOES HEREBY ADOPT THE
FOLLOWING ARTICLES OF INCORPORATION;

ARTICLE ONE

The name of the corporation is Celebrity Food Distribution
Systems, Incorporated

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general nature of the business to be transacted by this
corporation is:

1. To carry on the business of selling and distributing
frozen, dry and canned foods to institutions, business
establishments and for export.

2. To transact any and all other lawful business which
corporations under the Florida General Corporation Act may conduct,
or engage in any other trade or business which can, in the opinion
of the Board of Directors of the corporation be advantageously
carried on in connection with or auxiliary to the foregoing
business.

3. To do such other things as are necessary or desirable to
accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is

authorized to issue is 10,000. Such shares shall be a single class and shall have a par value of 05/100 Dollars (\$.05) per share.

ARTICLE FIVE

The principal office and mailing address for the corporation is:

Celebrity Food Distribution Systems, Incorporated
215 N. Federal Highway # 6D
Boca Raton, FL 33432

ARTICLE SIX

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

215 N. Federal Highway # 6D
Boca Raton, FL 33432,

and the name of its initial registered agent is Alan Kanter. I am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Alan Kanter

ARTICLE SEVEN

The number of directors constituting the original board of directors is one (1). The name and address of the initial board of directors is:

Alan Kanter
215 N. Federal Highway #6D
Boca Raton, FL 33432

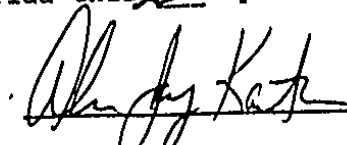
ARTICLE EIGHT

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The name and address of each incorporator is :
Alan Kantor
215 N. Federal Highway #6D
Boca Raton, FL 33432

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXECUTED by the undersigned in the City of Boca Raton, County
of Palm Beach, State of Florida this 2ND day of December, 1995.


ALAN KANTER

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared ALAN
KANTER, who is personally known to me, and who executed the
foregoing.

WITNESS my hand and seal this ____ day of December, 1995.

AUDREY WITTENBERG

NOTARY PUBLIC, STATE OF FLORIDA

PALM BEACH COUNTY