



P96000009214

BRUCE S. BUTLER & COMPANY

TAX & FINANCIAL CONSULTANTS

P.O. BOX 770610
CORAL SPRINGS, FL 33077
(954) 796-1900
FAX (954) 753-9134
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800001692898
-01/19/96--01038--005
****122.50 ****122.50

JANUARY 12, 1996

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314

DEAR SIR:

ENCLOSED PLEASE FIND ARTICLES OF INCORPORATION FOR:

M.R.D. FOODS, INC.

ALSO ENCLOSED IS A CHECK IN THE AMOUNT OF \$122.50.

IF ANYTHING ELSE IS REQUIRED PLEASE CALL US AT 954-796-1900.

SINCERELY,

BRUCE S. BUTLER
BUTLER & CO.
P.O. BOX 770610
CORAL SPRINGS, FL. 33077

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

56 JAN 26 AM 10:54

FILED

*ORA must have
street address -
Principal officer*

396A-4010

245A-33
53758

D. REGISTER JAN 23 1996

789, 809, 610, 634, 671
~~1211-1682~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 23, 1996

BRUCE S BUTLER
PO BOX 770610
CORAL SPRINGS, FL 33077

SUBJECT: M.R.D. FOODS, INC.
Ref. Number: W96000001682

We have received your document for M.R.D. FOODS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered agent must be at a Florida street address.

A post office box is not an acceptable address for the registered agent.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 596A00002859

ARTICLES OF INCORPORATION

ARTICLE I - NAME

THE NAME OF THE CORPORATION IS:

M.R.D. FOODS, INC.

ARTICLE II

THIS CORPORATION SHALL HAVE PERPETUAL EXISTANCE COMMENCING ON THE DATE OF THE FILING OF THESE ARTICLES WITH THE DEPARTMENT OF STATE.

ARTICLE III

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY OR ALL LAWFUL BUSINESS AS: POULTRY TRADER

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES OF \$1.00 PAR VALUE COMMON STOCK WHICH SHALL BE DESIGNATED COMMON SHARES.

ARTICLE - V - PRE-EMPTIVE RIGHTS

EVERY SHAREHOLDER UPON THE SALES OF CASH OF ANY NEW STOCK OF THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE.

ARTICLE VI - INITIAL REG. OFF. & AGENT

THE STREET ADDRESS OF THE INITIAL ^{Principal} REGISTERED OFFICE OF THIS CORPORATION IS 10771 NW 5th Pl^{ce}, CORAL SPRINGS, FL. 33071 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THE ADDRESS IS BRUCE S. BUTLER.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE (1) DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME BY THE BY-LAWS. THE NAMES AND ADDRESSES OF THE INITIAL BOARD OF DIRECTORS OF THIS CORPORATION ARE:

NAME:

ADDRESS:

MARILYN RAYBIN

531 N. OCEAN BLVD. #1802
POMPANO BEACH, FL. 33062

FILED
JUN 26 1964
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII - INCORPORATORS

THE NAME AND THE ADDRESS OF EACH PERSON SIGNING THESE ARTICLES IS:

MARILYN RAYBIN

531 N. OCEAN BLVD. #1802
POMPANO BEACH, FL. 33062

ARTICLE IX - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE X - AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION ON THIS 12 DAY OF JANUARY 1996.

Marilyn Raybin

SUBSCRIBER

SUBSCRIBER

STATE OF FLORIDA
COUNTY OF BROWARD

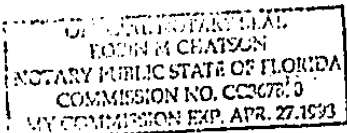
BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED:

MARILYN RAYBIN

BE AND KNOWN BY ME THE PERSONS WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION.
IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUNTY ON THIS 12, DAY OF JANUARY, 1996

Robert Chasen

NOTARY PUBLIC
STATE OF FLORIDA, AT LARGE



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMOCILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES THE
FOLLOWING IS SUEMITTED:

FIRST - THAT (NAME OF CORPORATION)
M.R.D. FOODS, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE
OF FLORIDA WITH IT'S PRINCIPAL PLACE OF BUSINESS AT:
POMPANO BEACH, FL. 33062

STATE OF FLORIDA HAS NAMED BRUCE S. BUTLER (REGISTERED
AGENT) LOCATED AT 10771 NW 5th PLACE, CORAL SPRINGS,
FL. 33071 STATE OF FLORIDA AS IT'S AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN THE STATE OF FLORIDA.

SIGNATURE: Bruce S. Butler
CORPORATE OFFICER

TITLE: PRESIDENT
DATE: JANUARY 12, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO COMPLY WITH THE PROVISIONS OF
ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY
DUTIES.

SIGNATURE: [Signature]
REGISTERED AGENT

DATE: JANUARY 12, 1996

55 JUN 26 11:20 AM '96
SECRET
STATE OF FLORIDA
TALLAHASSEE