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ACCOUNT NO. : 072100000032

REFERENCE : 848001 7104503

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : February 15, 1996

ORDER TIME : 9:57 AM

ORDER NO. : 848001

CUSTOMER NO: 7104503

CUSTOMER: Ms. Donna S. Remsnyder
DONNA S. REMSNYDER

127 92 Avenue, Northeast

Saint Petersburg, FL 33702-2641

EFFECTIVE DATE
FEB 12 1996

DOMESTIC FILING

NAME: GOURMET AFFAIRS, INC.

EFFECTIVE DATE:

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: LORI DUNLAP

EXAMINER'S INITIALS:

400001716054
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*****122.50 *****122.50

RECEIVED
96 FEB 15 PM 12:11
DIVISION OF CORPORATION

FILED
96 FEB 15 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN FEB 15 1996

EFFECTIVE
FEB 12 1996

FILED
96 FEB 15 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GOURMET AFFAIRS, INC.

The undersigned natural person(s) of legal age, acting as incorporators under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation shall be Gourmet Affairs, Inc.

ARTICLE II

PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

STOCK CLAUSE

The aggregate number of shares of stock which this corporation shall have the authority to issue shall be 1000 (one thousand) shares of common stock.

ARTICLE I

SUBSCRIBERS AND INCORPORATORS

The names and addresses of the subscriber(s) and incorporator(s) is as follows:

Donna S. Remsnyder 127 92 Ave. N.E.
St. Petersburg, Florida
33702-2641

ARTICLE V

PERIOD OF EXISTENCE

The period during which the corporation shall continue is perpetual.

ARTICLE VI

REGISTERED AGENT AND PRINCIPAL PLACE OF BUSINESS

The address of the principal place of business is 127 92 Ave. N.E. St. Petersburg, Florida 33702-2641. The name of the initial registered agent therein and in charge thereof upon whom process against the Corporation may be served, is Lynne M. Breda.

ARTICLE VII
DIRECTORS

The powers of the subscriber are to terminate upon the filing of this Certificate of Incorporation and the names and mailing addresses of persons who are to serve as directors until the first meeting of the stockholders or until their successors are elected and qualify are as follows:

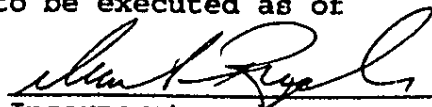
Lynne M. Breda	127 92 Ave N.E. St. Petersburg, Florida 33702-2641
Patricia Hoffman	135 92 Ave. N.E. St. Petersburg, Florida 33702-2641
Donna S. Remsnyder	127 92 Ave. N.E. St. Petersburg, Florida 33702-2641

ARTICLE VIII
INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which involves: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends of unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of the Certificate shall be February 12, 1996.

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of
FEBRUARY 12, 1996


Incorporator
Donna S. Remsnyder

CERTIFICATE DESIGNATING PLACE OF BUSINESS
DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that Gourmet Affairs, Inc., desiring to organize under the laws of the State of Florida, with it's principal office as indicated in the Articles of Incorporation at the City of St. Petersburg, Florida, has named Lynne M. Breda, located at 127 92 Ave. N.E., St. Petersburg, Pinellas County, Florida, 33702-2641, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.

BY: Lynne M. Breda
Lynne M. Breda
Registered Agent

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