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Examiner's Initials

ARTICLES OF INCORPORATION OF INNOVATIVE FOODSERVICES, INC.

Phone Business ()

The undersigned, acting as incorporator of a corporation under the Florida Business's Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE J Name

The name of the corporation is Innovative Foodservices, Inc., a Florida corporation (the "Corporation").

ARTICLE II Principal Office and Mailing Address

The principal office and mailing address of the Corporation is 600 West Dr. Martin Luther King Boulevard, Plant City, Florida 33566.

ARTICLE III Stock

The Corporation shall have authority to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE IV Initial Registered Agent and Office

The street address of the Corporation's initial registered office is One Harbour Place, 5th Floor, Suite 500, Tampa, Florida 33602 and the name of its initial registered agent at that address is Hywel Leonard, Attorney at Law.

ARTICLE V Incorporator

The name of the incorporator is Hywel Leonard, Attorney at Law, and his address is One Harbour Place, 5th Floor, Suite 500, Tampa, Florida 33602.

ARTICLE VI Preemptive Rights

The Corporation elects to have preemptive rights.

ARTICLE VII Initial Directors

The Corporation initially shall have two directors, whose names and addresses are:

Name

Address

William G. Carr

600 West Dr. Martin Luther

King Boulevard

Plant City, Florida 33566

Jennifer E. Closshey

600 West Dr. Martin Luther

King Boulevard

Plant City, Florida 33566

The number of directors may be increased or decreased as provided in the Corporation's bylaws; provided that the Corporation shall always have at least one director.

Dated this 29th day of February, 1996.

Hywel Leonard, Attorney at Law,

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, the undersigned: (i) agrees to act in this capacity; (ii) agrees to comply with the provisions of all statutes relative to the proper

and complete performance of my duties; and (iii) accepts the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Plorida Business Corporation Act.

Dated this 29th day of February, 1996.

Hywel Leonard, Agorney at Law,

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