

11
/27/96
((H96000004450))
FLORIDA DIVISION OF CORPORATIONS
BUREAU OF CORPORATE SYSTEMS
DIRECTOR: NICHOLAS L. COVATTA
FROM: CORPORATE DIVISION INTERNATIONAL IN
SUITE 311
MIAMI BEACH FL 33139-0000

FAX: (904) 922-4000

CONTACT: JOHNNY C RODRIGUEZ

PHONE: (305) 672-0686

FAX: (305) 672-9110

((H96000004450))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GREAT FOODS, INC.

FAX AUDIT NUMBER: H96000004450

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/27/1996

TIME REQUESTED: 18:02:03

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$70.00

ACCOUNT NUMBER: 073171003004

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000004450))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

EFFECTIVE DATE
3-28-96

already
Reviewed

FILED
96 APR -1 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12:00 PM 3/27/96
B/1

H96000004450

**Articles of Incorporation
of
Great Foods, Inc.**

FILED
96 APR -1 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is Great Foods, Inc.

Article II. Address

The mailing address of the Corporation is:

Great Foods, Inc.
1035 NW 81st Terrace
Plantation, FL 33322

EFFECTIVE DATE
3-28-96

Article III. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Joseph C. Rumore
1035 NW 81st Terrace
Plantation, FL 33322

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the

H96000004450

Registered Agents, Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
(302) 421-5752

H96000004450

Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Joseph C. Rumore
V. William Monaco
Peter P. Mendive

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of March 28, 1996.

The authorized representative of the incorporator executed these Articles of Incorporation on March 28, 1996.

Corporate Creations International Inc.

By: 

Luis A. Uriarte, Vice President

H96000004450

Registered Agents, Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
(302) 421-5752

H96000004450

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
Great Foods, Inc.

REGISTERED AGENT:
Joseph C. Rumore
1035 NW 81st Terrace
Plantation, FL 33322

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By: Joseph C. Rumore
Joseph C. Rumore

Date: 3/28/96

FILED
96 APR - 1 PM 12: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96000004450

Registered Agents, Ltd.
1220 North Market Street, Suite 308
Wilmington, DE 19801
(302) 421-5752