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April 12, 1996

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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

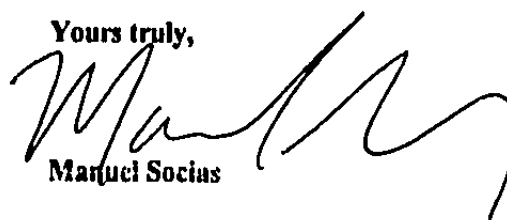
Re: Superior Snacks, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation of Superior Snacks, Inc., together with a draft in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above-named corporation.

Yours truly,


Manuel Socias

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 15 PM 12:40

ag 4/18/96

ARTICLES OF INCORPORATION

OF

SUPERIOR SNACKS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR 15 PM 12:48

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is SUPERIOR SNACKS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one-thousand shares (1000) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - CORPORATE OFFICE AND MAILING ADDRESS

The principal office and the mailing address of the corporation is:

7411 - 114th Avenue North, # 309
Largo, Florida 34643

ARTICLE VI - REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Initial Registered Agent of this Corporation is Manuel Soclus, Esquire, 111 North Orange Avenue, Suite 700, Orlando, Florida 32801.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

James M. Berning
7411 - 114th Avenue North, # 309
Largo, Florida 34643

Marsha A. Berning
7411 - 114th Avenue North, # 309
Largo, Florida 34643

ARTICLE VIII - INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is as follows:

James M. Berning
7411 - 114th Avenue North, # 309
Largo, Florida 34643

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of April, 1996.

JRB (Seal)
JAMES M. BERNING

STATE OF FLORIDA)

COUNTY OF Duval)

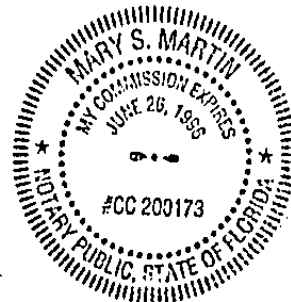
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JAMES M. BERNING, who is personally known to me and known to be the person who executed the foregoing Articles of Incorporation, or who produced FL DL as identification, who acknowledged before me that he executed these Articles of Incorporation, and that an oath (was)/(was not) taken.

Witness my hand and official seal in the County and State last aforesaid this 10th day of April, 1996.

Mary S. Martin
Notary Signature

Mary S. Martin
Printed, Typed or Stamped Name of Notary

My Commission Expires: 6-26-96



CERTIFICATE AND ACKNOWLEDGMENT

OF REGISTERED AGENT

OF

SUPERIOR SNACKS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR 15 PM 12:40

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 111 North Orange Avenue, Suite 700, Orlando, Florida 32801 and has named Manuel Socias, Esquire located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Register Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of the position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in Keeping open said office.


Registered Agent