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LAW OFFICE
BENJAMIN T. SHUMAN

611 N. PINE HILLS ROAD
ORLANDO, FLORIDA
32808

FILED
96 JUN 10 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(407) 295-4700

June 6, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

800001857538
06/11/96--01029--020
****122.50 ****122.50

Re: KRISTIE'S SPECIALTY FOODS, INC.

Gentlemen:

I enclose herewith original and copy of Articles of Incorporation for the above-captioned corporation together with my cost account check No. 4121 in the amount of \$122.50 representing payment for the following:

Filing Fee	35.00
Resident Agent Designation (Contained within Articles)	35.00
Certified copy of Charter	52.50

Please furnish me with a certified copy of the Charter. Thank you for your cooperation in this matter.

Very truly yours,

Benjamin T. Shuman

Benjamin T. Shuman *END.S*

BTS:ls
Enclosures

6-11-96
TD

ARTICLES OF INCORPORATION
OF
KRISTIE'S SPECIALTY FOODS, INC.

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ARTICLE I - NAME

The name of this corporation is KRISTIE'S SPECIALTY FOODS,
INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is authorized to engage in the business of producing and selling at retail specialty and gourmet foods, including but not limited to, baked goods, and providing services with respect to gourmet and specialty foods, to private and commercial customers.

The specification of these particular business pursuits are not intended to limit the business of the corporation and the corporation may engage in any and all other lawful business.

This corporation shall have the power, but not the duty, to enter into contracts of life insurance, pension and profit sharing plans, deferred income plans, and retirement annuity contracts for its officers, directors, or employees, either approved or unapproved.

This corporation shall have the power, but not the duty, to provide health care insurance for its officers, directors, and employees.

This corporation shall have the power to purchase, or create and sell, franchises or distributorship agreements in accordance with the laws of the State of Florida.

The enumeration of the preceding powers shall be deemed to be in addition to and not in lieu of and not a limitation on the same, similar, or other powers, granted to corporations by the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value common stock. Said Stock shall be deemed non-assessable when fully paid. Further, said stock shall be issued for cash and not for goods or services.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office, which is also the principal office and mailing address of this corporation, is 2607 Edgewater Drive, Orlando, Florida 32804, and the name of the initial registered agent of this corporation at that address is Murray E. Brown.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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. The name and address of the initial director of this corporation are:

Murray E. Brown

5352 Elm Court
Orlando, FL 32811

ARTICLE VII - INCORPORATORS

The name and address of the person signing these articles are:

Murray E. Brown

5352 Elm Court
Orlando, FL 32811

ARTICLE VIII - BY-LAWS

The power to adopt by-laws shall be vested initially in the organizers of this corporation. Said by-laws may thereafter be amended by the directors or the shareholders except that the directors shall have no authority to amend a by-law if expressly prohibited by shareholders.

ARTICLE IX - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to a single shareholder. If at any time stock is to be issued to any other shareholder, or shareholders, the issuance of

said shares and the right to acquire shares of the corporation may be limited by agreement between the shareholders restricting the sale of said stock, granting preemptive rights, and providing for other limitations on the ownership, sale, or disposition of shares of the stock of this corporation. In such event, the fact of such limitations shall be displayed on the face of certificates issued.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions 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 this 6th day of June, 1996.

Murray E. Brown
Murray E. Brown

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 6th day of June, 1996, by Murray E. Brown who is personally known to me or who has produced Florida Driver's License No. N/A as identification.

NOTARIAL
SEAL



LORETTA SHUMAN
MY COMMISSION # 00404714 EXPIRES
September 3, 1998
BONDED THRU TROY FARM INSURANCE, INC.

Notary Public-State of Florida:

Sign Name:

Loretta Shuman

Print Name:

Loretta Shuman

My Commission Expires:

9/3/98

Commission No.:

CC 404714

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 provision of Section 48.091, Florida Statutes, relative to keeping open said office.

Murray E. Brown
Murray E. Brown
Registered Agent