

P960005482

6-26-96

Requester's Name *William Segal* #304
Address *2081 Biscayne Blvd*
Adventure, FL 33180
City State ZIP Phone

682-1110

VALIDATION ONLY

FILED
96 JUN 27 PM 2:10
TALLAHASSEE, FLORIDA

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****122.50 ****122.50

CORPORATION(S) NAME

Worldwide Food Distributors, Inc.



RECEIVED
Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reservation	<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Call If Problem	<input type="checkbox"/> Walk In	<input type="checkbox"/> Mail Out
<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up	

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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JUN 27 1996

CERTIFIED COPY

RECEIVED
96 JUN 27 AM 10:59
SECRETARY OF STATE
CORPORATION

**ARTICLES OF INCORPORATION
OF
WORLDWIDE FOOD DISTRIBUTORS, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is:

WORLDWIDE FOOD DISTRIBUTORS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of
the corporation shall be: 15010 Featherstone Way
 Davie, Florida 33331

ARTICLE III - DURATION

The corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of trans-
acting any and all lawful business for which corporations may be
incorporated in accordance with applicable Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of
one class of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of
this corporation is: 20801 Biscayne Boulevard
 Suite 304
 Aventura, Florida 33180

and the name of the initial registered agent of this corporation
is: William J. Segal, Esq.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors. The number of directors may be increased or decreased from time to time as provided for by the By-Laws, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

Terri Rosenkranz
5600 West Waterford Drive
Davie, Florida 33331

Karen Rosenkranz
15010 Featherstone Way
Davie, Florida 33331

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing the Articles of this corporation are:

Terri Rosenkranz
5600 West Waterford Drive
Davie, Florida 33331

Karen Rosenkranz
15010 Featherstone Way
Davie, Florida 33331

ARTICLES IX - BY-LAWS

The Board of Directors and the shareholders are both vested with the power to adopt, alter, amend or repeal the By-Laws.

ARTICLE X

The 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 incorporators have executed these Articles of Incorporation this 26th day of June, 1996.

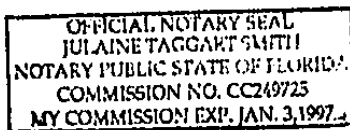
TERRI ROSENKRANZ
TERRI ROSENKRANZ, Incorporator

KAREN ROSENKRANZ
KAREN ROSENKRANZ, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, personally appeared TERRI ROSENKRANZ, who is personally known to me, or who produced FIA drivers licen as identification, to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 26th day of June, 1996.



My Comm. Expires:

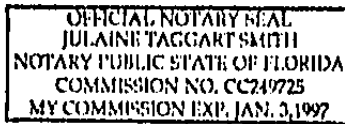
Julaine Taggart Smith
NOTARY PUBLIC, State of Florida

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, personally appeared KAREN ROSENKRANZ, who is personally known to me, or who produced FIA drivers licen as identification, to me well known and known to be the person

described in and who executed the foregoing instrument, and
acknowledged to and before me that she executed said instrument for
the purposes therein expressed.

WITNESS my hand and official seal this 26 day of June,
1996.



My Comm. Expires:

Julaine Taggart Smith

NOTARY PUBLIC, State of Florida

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JUN 27 PM 2:10
CLERK OF DISTRICT COURT
JUDGE
TALLAHASSEE, FLORIDA

**ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT**

Having been named initial registered agent to accept
service of process on the corporation at the initial registered
office designated in these Articles of Incorporation, I hereby
accept such status and consent to act in this capacity and agree to
comply with all requirements of law pertaining thereto.

William J. Segal

WILLIAM J. SEGAL, ESQ.
Registered Agent

C:/WPF/WORLDWIDE/ART.INC