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CORPORATION
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PROFESSIONAL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 031876 7110325

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 25, 1996

ORDER TIME : 11:35 AM

ORDER NO. : 031876

CUSTOMER NO: 7110325

CUSTOMER: Gary Berkson, Esq
GARY M. BERKSON, P.A.

1132 Symonds Avenue

Winter Park, FL 32789

4000001304534
-07/25/96--011056--017
***122.50 ***122.50

DOMESTIC FILING

NAME: THE CULINARY SOURCE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 PM 3:21
96 JUL 25 PM 12:35
DIVISION OF CORPORATIONS

of 7/25/96

ARTICLES OF INCORPORATION

OF

THE CULINARY SOURCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 PM 3:21

ARTICLE I

Name and Mailing Address. The name of this corporation is THE CULINARY SOURCE, INC. and its mailing address is 1353 Bryn Mawr Street, Orlando, FL 32804.

ARTICLE II

Business and Activities. This corporation may, and is authorized to act as a wholesale distributor of food and related products and engage in any other activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE IV

Term of Existence. This corporation shall have perpetual existence.

ARTICLE V

Initial Registered Office and Agent. The street address of the initial registered office of this corporation is 1132 Symonds Avenue, Winter Park, FL 32789 and the name of the initial registered agent of this corporation at that address is GARY M. BERKSON.

ARTICLE VI

Preemptive Rights. Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

Number of Directors. The Board of Directors of this corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the Bylaws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name and street address of each member of this corporation's first Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
BRIAN L. BATTIN	1353 Bryn Mawr Street, Orlando, FL 32804
VIOLA L. BATTIN	1353 Bryn Mawr Street, Orlando, FL 32804

ARTICLE IX

Subscriber. The name and street address of each subscriber to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
GARY M. BERKSON	1132 Symonds Avenue Winter Park, FL 32789

ARTICLE X

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this corporation.

ARTICLE XI

Amendment. These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to be voted, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 27th day of July, 1996.

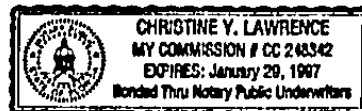

GARY M. BERKSON

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared GARY M. BERKSON, to me personally known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of July, 1996.


NOTARY PUBLIC



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE DESIGNATING
REGISTERED OFFICE AND REGISTERED AGENT 96 JUL 25 PM 3:21

THE CULINARY SOURCE, INC.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

THE CULINARY SOURCE, INC., desiring to organize under and in accordance with laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, at 1132 Symonds Avenue, Florida 32789, has named **GARY M. BERKSON** whose business office is located at 1132 Symonds Avenue, Winter Park, County of Orange, State of Florida, its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been designated as the Registered Agent for **THE CULINARY SOURCE, INC.**, I hereby accept the designation and agree to act as the Registered Agent of said corporation.



GARY M. BERKSON

Dated: July 23, 1996.