12 LIAYS SAFEET ALLA AS-CE, 1 301- (9) 904-2 1-939- K 904-1-039- K

PRINTEGRAL ACCOUNT NO. : 072100000032

REFERENCE: 101537 81229A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: September 27, 1996

ORDER TIME : 12:02 PM

ORDER NO. : 101537

CUSTOMER NO: 81229A

CUSTOMER: Sharon B. Logan, Esq

SHARON B. LOGAN, ESQUIRE

Suite 110

400 South Atlantic

Ormond Beach, FL 32176

CODOCO1959120 -09/27/96--01048--007 ****122.50 ****122.50

DOMESTIC FILING

NAME:

QU, INC,

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

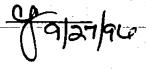
___ CERTIFIED COPY

_ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Juan E Jones

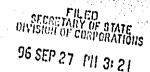
EXAMINER'S INITIALS:

DIVISION OF CORPORATION



ARTICLES OF INCORPORATION

QF



Qu. Inc.

ARTICLE I - NAME AND PRINCIPAL LOCATION

The name of this corporation is "Qu, Inc.". The principal location of the corporation is 8220 Hogan Road, Jacksonville, Florida 32216.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of operating a mobile food distribution service on the wholesale and retail level and engaging in any act, duties or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common class, at One Dollar (\$1.00) par value.

ARTICLE V - CAPITAL STRUCTURE: Subchapter S Corporation

This corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten (10) persons. The stock shall be issued and transferrable only to natural persons who are not non-resident aliens.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8220 Hogan Road, Jacksonville, Florida 32216. The name of the initial registered agent at that address is Lyle H. Kohlenberger.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

NAME

ADDRESS

Lyle H. Kohlenberger

Rt. 2, Box 2917 Palatka, Florida 32177

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these Articles of Incorporation is: Lyle H. Kohlenberger, Rt. 2, Box 2917, Palatka, Florida 32177.

ARTICLE IX - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or any former officer to the full extent permitted by Law.

ARTICLE XI - 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 49th day of July, 1996.

Lyle H. Kohlenberger Incorporator

State of Florida County of Volusia

The foregoing instrument was acknowledged before me this and any of July, 1996, by Lyle H. Kohlenberger, who is personally known to me or who has produced as identification and who did/did not take an oath.

SARA ELIZABETH LATRELLE LOWS My Commission CC377548 Expires Jun. 01, 1008

Notary Dublic

My commission expires: 6-1-98

ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

OF

96 SEP 27 PH 3: 21

Qu. Inc.

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation of Registered Agent for Qu, Inc., having its registered office at 8220 Hogan Road, Jacksonville, Florida 32216.

The acceptance shall be effective upon the filing of the Articles of Incorporation of said corporation.

Dated: July 29th, 1996.

Lyle H. Kohlenberger Registered Agent

State of Florida County of Volusia

The foregoing instrument was acknowledged before me this 29 day of July, 1996, by Lyle H. Kohlenberger, who is personally known to me or who has produced as identification and who did/did/hot take an oath.

SARA ELIZABETH LATRELLE LONG
My Commission COS77648
Explore Am. 01, 1668

Notary Public

My commission expires: 6-1-98