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FILED  
96 OCT 21 AM 7:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 18, 1996

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

EFFICIENT  
10-18-96

100001982201--3  
-10/22/96--01032--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Torey Foods, Inc.

Dear Sir or Madam:

On behalf of the above corporation, I enclose two originals of the Articles of Incorporation along with a check in the amount of \$70.00.

Please enter this corporation on the records of your office, and return the copy of the Articles to me, with the file stamp of your office.

Thank you.

Very truly yours,

*Daniel E. Conley / cb*

Daniel E. Conley  
DEC/cb  
encl.  
cb/sec-state.doc

RECEIVED OCT 24 1996

ARTICLES OF INCORPORATION

OF

TOREY FOODS, INC.

EFFECTIVE  
10-18-96

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is TOREY FOODS, INC.

ARTICLE II

The duration of the corporation shall be perpetual, and the date and time of the commencement of corporate existence shall be October 18, 1996.

ARTICLE III

The general purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is seven thousand five hundred (7,500), having a par value of \$1.00 per share.

Every shareholder, upon the sale of any new stock of this corporation, 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 and terms at which it is offered to others.

ARTICLE V

The initial principal office and the initial registered office of this corporation is 180 Foxlglen Drive, Naples,

Florida, 34104, and the name of the initial registered agent of this corporation at that address is Robert L. Treganowen.

ARTICLE VI

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time pursuant to the By-Laws of the corporation. The name and address of the initial Board of Directors of this corporation is:

NAME

ADDRESS

Robert L. Treganowen

180 Foxglen Drive  
Naples, Florida 34104

ARTICLE VII

The name and address of each incorporator is:

NAME

ADDRESS

Robert L. Treganowen

180 Foxglen Drive  
Naples, Florida 34104

I, the undersigned, being the original incorporator of TOREY FOODS, INC. hereby certify that the foregoing constitute the Articles of Incorporation of said corporation.

IN WITNESS WHEREOF, I do hereby affix my hand and seal on this the 18 day of October, 1996.

  
ROBERT L. TREGANOWEN

STATE OF FLORIDA  
COUNTY OF COLLIER

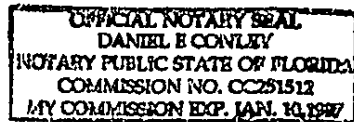
I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments in the State and County aforesaid, personally appeared ROBERT L. TREGANOWEN, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 18 day of October, 1996.

  
Notary Public

My Commission Expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes,  
the following is submitted:

That TOREY FOODS, INC., desiring to organize or qualify  
under the laws of the State of Florida, with its principal  
place of business at Naples, Collier County, Florida, has  
named ROBERT L. TREGANOWEN, located at 180 Foxglen Drive,  
Naples, Florida 34104, as its agent to accept service of  
process within Florida.

Signature Robert L. Treganowen  
Title Incorporator  
Date 10-18-96

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the  
above-stated corporation, at the place designated in this  
certificate, I hereby agree to act in this capacity, and I  
further agree to comply with the provisions of all statutes  
relative to the proper and complete performance of my  
duties.

Signature Robert L. Treganowen  
ROBERT L. TREGANOWEN

Date 10-18-96

TOREY.DOC