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David E. Newman
Attorneys at Law

Suite 225
Intercontinental Bank Building
1533 Sunset Drive
Coral Gables, Florida 33143

Professional Association

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Premium Bread of Florida, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

ARTICLES OF INCORPORATION

OF

PREMIUM BREADS OF FLORIDA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

PREMIUM BREADS OF FLORIDA, INC.

The corporate address is:

**1782-2 EMERSON AVENUE
JACKSONVILLE, FLORIDA**

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The purposes for which the corporation is being organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act; and
2. To do such other things as are incidental thereto.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is one hundred (100). Said shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

The street address of the initial registered office of the corporation and the name and address of the initial registered agent is Amy Winarsky, Esq., 1533 Sunset Drive, Suite 225, Coral Gables, Florida 33143.

ARTICLE VI

The number of directors constituting the initial board of directors or the corporation is one. The names and addresses of each person who is to serve as a member of the initial Board of Directors are:

DAVID WINARSKY
1782-2 EMERSON STREET
FORT LAUDERDALE, FLORIDA 33303

ARTICLE VII

The name and address of the incorporator for this corporation is David Winarsky, 1782-2 Emerson Street, Jacksonville, Florida 32207.

IN WITNESS WHEREOF, I, the undersigned incorporator for this Corporation, has executed these Articles of Incorporation at Miami, Duval County, Florida, this 9th day of December, 1996.

Signed, sealed and delivered
in the presence of:

GAY L. HAMMITT
Notary Public, State of Florida
My comm. expires June 15, 1998
Comm. No. CC383728

Joseph A. Atkinson
Joseph A. Atkinson


David Winarsky
DAVID WINARSKY
PERSONALLY KNOWN TO ME.

SWORN TO AND SUBSCRIBED BEFORE ME by David Winarsky, who is personally known to me, on this 9th day of December, 1996.


Gay L. Hammitt
NOTARY PUBLIC, State of Florida

My Commission Expires:

I, Amy J. Winarsky, hereby accept the designation of Registered Agent for
PREMIUM BREADS OF FLORIDA, INC.


AMY J. WINARSKY

SWORN TO AND SUBSCRIBED BEFORE ME by Amy J. Winarsky, who is
personally known to me, on this 27 day of November 1996.


NOTARY PUBLIC, State of Florida

My Commission Expires:

8/14/98



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