

LAW OFFICES
MAUREEN O'DONNELL

15321 SOUTH DIXIE HIGHWAY • SUITE 209
MIAMI, FLORIDA 33157

TELEPHONE (305) 238-7768

Fax (305) 232-3417

P970000006433

January 11, 1996

Secretary of State
Division of Corporations
P.O. Box 5588
Tallahassee, Florida 32314

Re: Maureen O'Donnell, P.A.
KPM Services, Inc.
Our File Number: MOD-CORP

900002060749--6

01/16/96 01090--018
***122.50

FILED
JAN 16 PM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for each of the above referenced entities. Please file these Articles at your earliest convenience and return a certified copy to this office. We have enclosed our Trust Account Check # 1190 in the amount of \$245.00 for the cost of filing these businesses.

Thank you for your prompt attention to this matter.

Sincerely yours,


MAUREEN O'DONNELL
For the Firm

MOD:md

1/23/97
TB

ARTICLES OF INCORPORATION
OF
KPM SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida, Florida Statutes 607.001 et. seq., and the corporation so formed shall be for profit.

ARTICLE I-NAME

The name of the corporation shall be: KPM SERVICES, INC.

ARTICLE II-TERM OF EXISTENCE

This corporation is to exist perpetually and shall commence at the time of filing these Articles.

ARTICLE III-NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be the sale of recipes and all other business now or in the future lawful in the State of Florida or any other jurisdiction where the corporation transacts business.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or instruments to secure the payment of corporate indebtedness.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other jurisdictions, states and countries.

To purchase the assets of other corporations and to engage in the business of that corporation or other business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage pledge, or otherwise acquire or dispose of the shares of capital stock of, any bonds, securities, or other evidence of indebtedness created by any corporation of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE IV-CAPITAL STOCK

The corporation is authorized to have outstanding at any one time twenty-five thousand (25,000) shares of stock having a par value of \$.01 (one cent) per share, all of the same class.

ARTICLE V-INITIAL PRINCIPAL OFFICE

The initial principal office of the corporation shall be 15321 S. Dixie Highway, Miami, Florida 33157 and the mailing address of the corporation shall be: P.O. Box 6293, Miami, Florida, 33116-6293.

ARTICLE VI-INITIAL REGISTERED OFFICE

The initial registered office of the corporation shall be: c/o Law Offices DAVID HARRIS SINGER, 13320 SW 128th Street, Miami, Florida, 33186.

ARTICLE VII-INITIAL REGISTERED AGENT

The initial registered agent upon whom service of process shall be made is: DAVID HARRIS SINGER, 13320 SW 128th Street, Miami, Florida, 33186.

ARTICLE VIII-INITIAL DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the by-laws adopted by the stockholders. The name and post office address of the member of the first board of directors is:

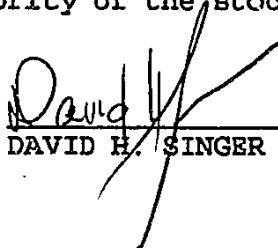
PATRICIA FEINSMITH, 30 Thurston Hill Road, Rutland, Ma. 01606

ARTICLE IX-INCORPORATORS

The name and post office address of the incorporator is: DAVID H. SINGER, 13320 SW 128th Street, Miami, Florida, 33186.

ARTICLE X-AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.



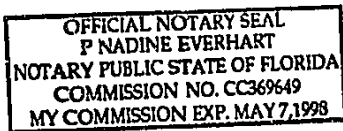
DAVID H. SINGER

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

I HEREBY CERTIFY that on this date, before me, a notary public, duly authorized in the county and state aforesaid to take acknowledgments personally appeared DAVID H. SINGER personally to me known to be the person described as the incorporator (subscriber) in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation.

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WITNESS my hand and seal in the county and state aforesaid
this 5th day of November, 1996.



P. Nadine Everhart
NOTARY PUBLIC, State of Florida

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above
stated corporation, at the place designated in these Articles of
Incorporation, I hereby accept to act in that capacity and agree
to comply with applicable law.

David H. Singer
DAVID H. SINGER

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TALLAHASSEE, FLORIDA