AW FFICE OF JOHN W. AWK US & ST. TITORIS AND CONSELOR & LAW SELOR & LAW SELOR

January 22, 1997

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 -01/24/97--01080--021 ****122.50 ****122.50

RE: Destin Foods, Inc.

Dear Department of State,

Enclosed is an original and one (1) copy of the articles of incorporation and certificate of designation of registered agent with a check in the amount of \$122.50 to cover filing fees associated with the above named corporation. If you have any questions or if any additional information is necessary to complete the filing process, please call the undersigned as soon as possible. Please return certification of the filed Articles of Incorporation to the undersigned at the below address. Thank you for your attention in this regard.

Sincerely,

John W. Hawkins

JWH/src

encl. as stated

OH 129197

ARTICLES OF INCORPORATION

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The undersigned incorporator, for the purpose of forming realized corporation under the Florida Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Destin Foods, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Destin Foods, Inc. 337 Mountain Drive Destin, Florida 32541

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten Thousand (10,000) shares

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Larry Malone 337 Mountain Drive Destin, Florida 32541

ARTICLE V - INCORPORATORS

The names and street address(es) of the incorporators to these Articles of Incorporation is:

Larry Malone 337 Mountain Drive Destin, Florida 32541

The undersigned incorporator has executed these Articles of Incorporation this 22 day of January, 1997.

Larry Malone, Incorporator

Prepared by: The Law Offices of John W. Hawkins 607 Highway 98 East, Suite 5 Destin, Florida 32541

CERTIFICATE OF DESIGNATION OF

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REGISTERED AGENT/REGISTERED OFFICE

TALLMING CLERKIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Destin Foods, Inc.

2. The name and address of the corporation's registered agent and office is:

Larry R. Malone 337 Mountain Drive Destin, Florida 32541

Having been named as registered agent and to accept services of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Larry Malone, Registered Agent

Prepared by: The Law Offices of John W. Hawkins 607 Highway 98 East, Suite 5 Destin, Florida 32541