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ACE INDUSTRIES/PRINTING CORP KIT

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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NAME: ELST'S GOURMET FOODS, CO.

AUDIT NUMBER.....H97000001810

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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H97-01810

ARTICLES OF INCORPORATION

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of ELSY'S GOURMET FOODS, CO.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

97 JAN 30 PM 4: 54

SECRETARY OF STATE
TALLAHASSEE, FLORIDAArticle 1: Name of the Corporation: ELSY'S GOURMET FOODS, CO.Address of the Corporation: 2608 NORTHWEST 21st TERRACE
MIAMI, FLORIDA 33142

Article 2: DURATION: Term of existence of the corporation is perpetual.

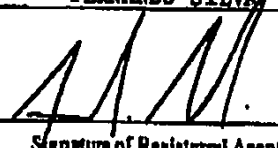
Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100.
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

2608 NORTHWEST 21st TERRACE, MIAMI, FLORIDA 33142and the name of the initial registered agent at such address is FERNANDO SILVA

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation


Signature of Registered Agent
FERNANDO SILVA1/30/97

Date

Article 6: The board of directors are as follows:

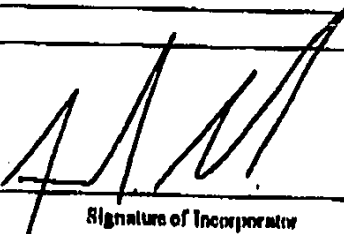
The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. FERNANDO SILVA 7926 EAST DRIVE #101, HARBOR ISLAND, FL 33141ANA MARIA SILVA 7926 EAST DRIVE #101, HARBOR ISLAND, FL 33141ELSA VICTORIA de SILVA 2000 SOUTH MIAMI AVE., MIAMI, FL 33129

Article 7: The Name and address of the incorporator is:

FERNANDO SILVA2608 NORTHWEST 21st TERRACEMIAMI, FLORIDA 33142

In witness whereof I have subscribed my name


Signature of Incorporator
FERNANDO SILVA

H97-01810

Prepared by:
ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571