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Premier Management Company

Accounting, Bookkeeping, Consulting & Income Tax Servicing

1861 West Oakland Park Blvd.

Fort Lauderdale, FL 33311

Tel: (954) 730-0732 Fax: (954) 730-9637

FILED

97 FEB -5 PM 4:37

SECURITY STATE
TALLAHASSEE, FLORIDA

February 3, 1997

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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir / Madam:

Enclosed is the filing fee for Danet Provisions Alimentaires, Inc. and its registered agent.

Premier Management Company is a limited liability company with its fictitious name registered in the State of Florida. Its registered number is G92366004918.

If anymore information is needed concerning the registration of the said company, please feel free to contact us at the number listed above.

Sincerely yours,

Premier Management Company



Jean-Marie Olivier,
President

Enclosures: Articles of Incorporation for
Danet Provisions Alimentaires, Inc.

Note: The traduction of the corporate name is "Danet Food Products, Inc."

OK
2/7/97

**ARTICLES OF INCORPORATION
OF
DANET PROVISIONS ALIMENTAIRES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of forming a for profit corporation in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation, in the office of the Secretary of State of Florida.

ARTICLE I - NAME

The name of this corporation shall be **DANET PROVISIONS ALIMENTAIRES, INC.**

ARTICLE II - DURATION

The corporation shall have a perpetual existence

ARTICLE III - PURPOSE

The general objective and purpose of this corporation shall be to conduct any other legitimate business activity in the State of Florida and/or elsewhere which is consistent with connected to, or related in any way with said purpose.

ARTICLE IV - BOARD OF DIRECTORS

The following people will serve on the Board of Directors as officers and directors:

President:	Louis Andre Daniel	2727 N. Andrews Avenue Fort Lauderdale, FL 33311
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Vice-President:	Annette Daniel	2727 N. Andrews Avenue Fort Lauderdale, FL 33311
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ARTICLE V - DUTIES AND POWERS OF THE BOARD OF DIRECTORS

The board shall have all the duties and powers provided by Florida Statutes.

ARTICLE VI - STOCK

The ownership of the corporation shall be as follows:
There shall be 1000 shares of stock with a par value of \$1.00 per share.

ARTICLE VII - SUBSCRIBER

The name and address of the subscriber to these articles is:

**Louis Andre Daniel
2727 North Andrews Avenue
Fort Lauderdale, FL 33311**

ARTICLE VIII - OFFICERS

1. The officers of the corporation shall be the President and the Vice-President.
2. The officers shall be elected annually by the stockholders.
3. In the event that the President is absent or unable to act, his or her duties shall be performed by the Vice President.
4. In the event of the death or resignation of the President, the Vice President shall serve as the President during his/her remainder of the term of office for which he/she was elected.
5. In the event of the death or disability of both the President and the Vice President, the stockholders shall elect an Acting President to hold office until the next scheduled election.

ARTICLE IX - INDEMNIFICATION

Every director and every officer of the corporation shall be indemnified by the Corporation against all expenses and liabilities including attorney's fees in connection with any proceeding or any settlement thereof to which the Director or Officer may have become involved by reason of the Director or Officer being or having been a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of the Director's or Officer's duty; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such Directors or Officers may be entitled.

ARTICLE X - PRINCIPAL OFFICE AND ADDRESS

The principal office of the corporation will be **2727 N. Andrews Avenue, Fort Lauderdale, Florida 33311**, or at such other place, within the State of Florida, as may be subsequently designated by the Board of Directors.

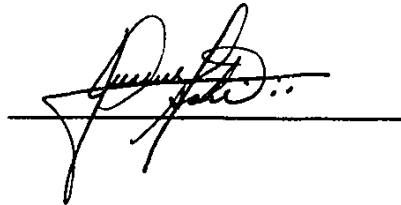
ARTICLE XI - INITIAL REGISTERED OFFICE, AGENT, AND ADDRESS

The initial registered office is at **1861 West Oakland Park Boulevard, Oakland Park, Florida 33311**. The initial registered agent is **Premier Management Company** at the same address.

ARTICLE XII - AMENDMENT OF ARTICLES OF INCORPORATION

The articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be adopted by the Board of Directors, either by majority vote at a meeting, or in any other means designated by the By-Laws.

The undersigned has executed these Articles of Incorporation this _____ day of _____, 1997.

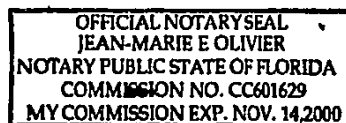


STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

I hereby certify that on this day, before me, an officer duly authorized in the State and County named above, to take acknowledgments, personally appeared LOUIS ANDRE DANIEL, to me known to the person described as a subscriber and who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged before me that he subscribed the same.

WITNESS my hand and official seal, in the county of Broward, State of Florida, on the 31st day of JANUARY, 1997.

My commission expires:



NOTARY PUBLIC STATE OF FLORIDA
AT LARGE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

First that **DANET PROVISIONS ALIMENTAIRES, INC.** desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation has named **Premier Management Company, located at 1861 West Oakland Park Boulevard, Oakland Park, County of Broward**, as its agent to accept service of process within the State.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE 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.

J. H. Conway, President
Premier Management Co.
PREMIER MANAGEMENT COMPANY

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STATE
TALLAHASSEE, FLORIDA