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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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FAX #: (305)716-0346

NAME: MACARENA BAKERY PRODUCTS, INC.
AUDIT NUMBER.....H97000002219
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
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TALLAHASSEE, FLORIDA

Handwritten signature and date: 2/17/97

02/07/97

11:32

NO. 254 002

14-922-3709

02/07/97 10:19 Fl. Dept. of State pl /1

904-922-3709



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 7, 1997

FAS-T CORP. AGENTS, INC.

SUBJECT: MACARENA BAKERY PRODUCTS, INC.
REF: W97000003123

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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If you have any questions concerning the filing of your document, please call (904) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: E97000002219
Letter Number: 097A00006598

H97000002219

ARTICLES OF INCORPORATION**OF**MACARENA BAKERY PRODUCTS, INC. **FILED**
97 FEB -7 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be: MACARENA BAKERY PRODUCTS, INC.

The principal place of business of this corporation shall be: 1541 Brickell Ave., Suite 405
Miami, FL 33129

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100 SHARES OF COMMON STOCK AT PAR VALUE OF \$5.00 EACH

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

FRANCISCO SBERT DAVIS

1541 BRICKELL AVE SUITE 405
MIAMI, FL 33129

MARY SBERT DAVIS

2333 BRICKELL AVE SUITE 1408
MIAMI, FL 33129

Prepared by:
M & C Accounting Services, Inc.
801 W. 49th St. Ste. 226
Hialeah, FL 33012
(305) 822-4299

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

FRANCISCO SBERT DAVIS

1541 BRICKELL AVE SUITE 405
MIAMI, FL 33129

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 5TH day of FEBRUARY, 1997.

Signature(s) of incorporator(s)



PRESIDENT

H97000002219

02/07/97

11:32

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NO. 254 005

FILED

97 FEB -7 AM 11:00

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, 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.

1. The name of the corporation is: MACARENA BAKERY PRODUCTS, INC.

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

FRANCISCO SBERT DAVIS

(P.O. BOX NOT ACCEPTABLE)

1541 BRICKELL AVE SUITE 405 MIAMI, FL 33129

(CITY/STATE/ZIP)

SIGNATURE

(Corporate officer)

TITLE

PRESIDENT

DATE

02-05-97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

02-05-97

REGISTERED AGENT FILING FEE:

H97000002219