



THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

February 3, 1997

P97000014833

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-02/14/97--01087--002
*****70.00 *****70.00

RE: Food Community & Economic Development, Inc.
P3331319 FOR

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Food Community & Economic Development, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

Regina Cephas

Regina Cephas
Vice President

enc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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5/12

ARTICLES OF INCORPORATION
OF
Food Community & Economic Development, Inc.

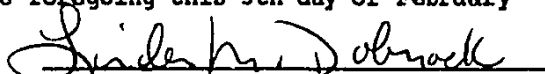
The undersigned natural person(s), of the age of 21 or more acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation will be Food Community & Economic Development, Inc.
- SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643. The name of agent at said address is Larry Wolfe.
- THIRD: The principal address of the corporation is 1881 NW 74th Terrace, Miami, FL 33147.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act.
- FIFTH: The total authorized stock of this corporation is divided into 1 share(s) at no par value.
- SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- Murray Ford 1881 NW 74th Terrace, Miami, FL 33147
- SEVENTH: The duration of this corporation is perpetual.
- EIGHT: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:
- Linda M. Dobnack - 1313 N. Market Street
Wilmington, DE 19801.

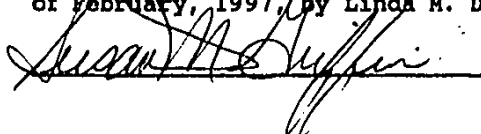
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DIVISION OF CORPORATIONS
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We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 5th day of February 1997.

State of Delaware


Linda M. Dobnack
County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 5th day of of February, 1997, by Linda M. Dobnack.



SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000
Notary Public

This document was prepared by, Linda M. Dobnack, 1313 Market Street, Wilmington, DE 19801 (302) 575-0440

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Food Community & Economic Development, Inc. desiring to organize under the laws of the state of Florida with its principal place of business located in the city of Miami, State of Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of process within Florida.

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.



Larry Wolfe

February 5, 1997

Date

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