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Champion Bakery & Deli, Inc.
5538 W. Oakland Park Blvd.
Lauderhill, FL 33313
Telephone (954)

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

Subject: Champion Bakery & Deli

March 12, 1997

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-03/17/97--01039--003
****122.50 ****122.50

Dear Sir:

Enclosed is original and one copy of Articles of Incorporation and Certification of Designation Registered Agent/Registered Office for Champion Bakery & Deli, Inc.

Also enclosed is a check in the amount of \$122.50 for costs to incorporate.

Please process documents accordingly.

Sincerely,

Neville Mitchell

Neville Mitchell, President

*Rmc
3/20/97*

FILED
97 MAR 17 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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97 MAR 17 PM 3:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Champion Bakery & Deli, Inc.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be Champion Bakery & Deli, Inc. and the initial address of this corporation shall be 5538 W. Oakland Park Blvd. Lauderhill, Fl., 33313.

ARTICLE II

This corporation may engage or transact in 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

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of shares <u>Authorized</u>	Par Value <u>Per Share Stock</u>	Class of
100	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at 5538 W. Oakland Park Blvd. Lauderhill, Fl 33313, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Neville Mitchell.

ARTICLE VI

This corporation shall have two directors initially. The name and street address of the initial directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Neville Mitchell, President
7113 NW 49th Street
Lauderhill, Fl 33319

Nathan Reed V-Pres
8428 Windsor Drive
Miramar, Fl 33025

ARTICLE VII

The corporation shall have two officers initially. The name and street address of the initial officers who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Neville Mitchell, President
7113 NW 49th Street
Lauderhill, Fl 33319

Nathan Reed V-Pres
8428 Windsor Drive
Miramar, Fl 33025

ARTICLE VIII

The name and address of the incorporator is Neville Mitchell, 7113 NW 49th St. Lauderhill, Fl 33319

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been know to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.


IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.


Neville Mitchell, Incorporator

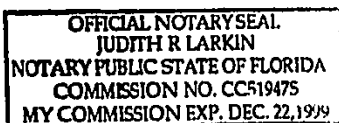
STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Neville Mitchell, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the state and county aforesaid, this 12th day of March, 1997.


Notary Public,
State of Florida at Large

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with the laws of Florida, the following is submitted:

First, that Champion Bakery & Deli, Inc., desiring to organize
under the laws of the State of Florida, has named Neville Mitchell,
5538 W. Oakland Park Blvd Lauderhill, Fl 33313, County of
Broward, State of Florida its statutory Registered Agent.

Having been named the statutory Registered Agent of the above
corporation at the place designated in this certificate, I hereby
accept the same and agree to act in this capacity, and agree to
comply with the provisions of Florida law relative to keeping the
registered office open, and I accept the obligations of section
607.325 F.S.



Neville Mitchell
Registered Agent

DATED: This 12th day of March, 1997

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

FILED

97 MAR 17 PM 3:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

Champion Bakery & Deli, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 5538 W. Oakland Park Blvd. Lauderhill, Fl 33313 has named Neville Mitchell located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to Accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Neville Mitchell
(Registered Agent)