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FEBRUARY 14, 1997

STATE OF FLORIDA DIVISION OF CORPORATIONS 5050 W. TENNESSEE AVE TALLAHASSEE, FL. 32399-0100

600002119646--8 -03/20/97-01121-006 ****122.50 *****122.50

GENTLEMEN:

ENCLOSED PLEASE FIND A CHECK IN THE AMOUNT OF \$122.50 TO COVER ALL FEES FOR THE INCORPORATION OF RACHEL & WAYNE SIKES FOOD SALES, INC.

PLEASE RETURN ALL NECESSARY DOCUMENTS TO:

CARROLLWOOD ACCOUNTING 8316 N HABANA AVE TAMPA, FL. 33614

THANK YOU FOR YOUR TIME AND CONSIDERATION.

RACHEL SIKES Siles

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ARTICLES OF INCORPORATION

OF

RACHEL & WAYNE SIKES FOOD SALES, INC.

The undersigned subscriber of these articles of incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

> ARTICLE I -----

> > NAME

The name of this corporation shall be:

RACHEL & WAYNE SIKES FOOD SALES, INC.

ARTICLE II _____

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: to construct, manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, deal in, and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description: except that is not to conduct a banking, safe deposits, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, fraternal benefit society, state fair, or exposition.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is seventy-five hundred (7500) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

ARTICLE IV

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is:

7516 NORTH BLOSSOM AVE, TAMPA, FL. 33614

The Board of Directors may from time to time, by by-law move the principal office to any other address in Florida.

ARTICLE V

OFFICERS

This corporation shall have two (2) officers. The number of officers may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE VI

INITIAL OFFICERS

The name and post office address of the members of the Board of Directors are:

NAME	TITLE	ADDRESS
RACHEL SIKES	PRESIDENT TREASURER	7516 NORTH BLOSSOM AVE TAMPA, FLORIDA 33614
WAYNE SIKES	VICE PRES. SECRETARY ARTICLE VII	7516 NORTH BLOSSOM AVE TAMPA, FL. 33614

STOCKHOLDERS AND CONSIDERATION

The name and post office address of the subscriber of these articles of incorporation, the number of shares to take and the value of the consideration thereof are:

NAME AND ADDRESS	SHARES	CONSIDERATION
RACHEL SIKES 7516 NORTH BLOSSOM AVE TAMPA, FL. 33614	400	\$ 400.00
WAYNE SIKES 7516 NORTH BLOSSOM AVE TAMPA, FL. 33614	100	\$ 100.00

ARTICLE VIII

EFFECTIVE DATE

The article of incorporation shall be effective on the date of approval of the State of Florida, Division of Corporations.

ARTICLE IX

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholder, and approved by a stockholder meeting by a majority of the stock entittled to vote thereon, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

RACHEL SIKES is designated as Resident Agent of this corporation, RACHEL & WAYNE SIKES FOOD SALES, INC. and will receive service of process at address: 7516 NORTH BLOSSOM AVE TAMPA, FL. 33614

IN WITNESS WHEREOF, We, the undersigned, being each of the original subcribers to the capitol stock herein before names, have hereunto set our hands and seals this 14TH day of FEBRUARY, 1996, for the purpose of forming this corporation to do business both within and without the State of Florida, and in pursuance of the Corporation Law of the State of Florida, do make and file in the Office of the Secretary of the State of Florida these articles of incorporation and certify that the facts herein stated are true.

RACHEL BIKES

Upper & Dikes

Wayne Gikes

STATE OF "CORIDA

COUNTY OF HILLSBOROUGH

Before me personally appeared RACHEL & WAYNE SIKES to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above

this 14th day of FEBRUARY, 1997.

Notary Public

Commission Number

5-12-97

My commission expires:

(seal)



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUES, 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.

THE NAME OF THE CORPORATION IS:

RACHEL & WAYNE SIKES FOOD SALES, INC.

THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

RACHEL SIKES 7516 NORTH BLOSSOM TAMPA, FL 33614

SIGNATURE: CORPORATE OFFICER)

TITLE President

DATE 2-14-97

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.

SIGNATURE_	Sachel Dukin	_
DATE	2-14-97	