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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/17/97

FLORIDA DIVISION OF CORPORATIONS
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((H97000006256 6))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: ALIMENTOS DEL CARIBE, INC.
AUDIT NUMBER.....H97000006256
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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~~CARIBBEAN FOODS, INC.~~

FOODS OF THE CARIBBEAN, INC.

Bm 4/30/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 17, 1997

ACE INDUSTRIES, INC.

SUBJECT: ALIMENTOS DEL CARIBE, INC.
REF: W97000008994

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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THE CONFLICT IS WITH CARIBBEAN FOODS, INC. FILED ON 7/7/86

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Agnes Lunt
Corporate Specialist

FAX Aud. #: 897000006256
Letter Number: 597A00019607

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H97-6256

ARTICLES OF INCORPORATION

Article 1: Name of Corporation ALIMENTOS DEL CARIBE, INC.
Address of Corporation 2843 SOUTHWEST 32nd COURT
MIAMI, FLORIDA 33133

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of none. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE: GLEN HENDERSON
and 4431 SOUTHWEST 54th AVENUE
REGISTERED AGENT: DAVIE, FLORIDA 33314

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation


Date 4/8/97
Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Secretary/Additional Directors.

1. SERGIO QUINTERO
2843 SOUTHWEST 32nd COURT
MIAMI, FLORIDA 33133

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Article 5: The Name and Address of the INCORPORATOR is:

SERGIO QUINTERO
2843 SOUTHWEST 32nd COURT
MIAMI, FLORIDA 33133

In witness whereof I have subscribed my name


Signature of Incorporator

SERGIO QUINTERO

H97-6256
Prepared by:

ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33138
305-358-2571