

P97000038714
McDONALD, FLEMING, MOOREHEAD & FERGUSON

Attorneys at Law FILED

4300 Bayou Boulevard, Suites 62 and 63
Post Office Box 30009

Pensacola, Florida 32503
A Partnership of Professional Associations
TALLAHASSEE, FLORIDA

Telephone (904) 477-0660
Telecopier (904) 477-4510

Edward P. Fleming

April 15, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: V & K FOOD ENTERPRISES, INC.

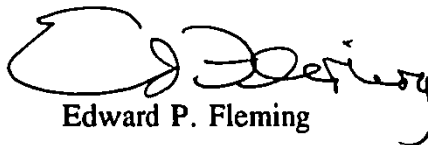
400002149044--2
-04/21/97--01097--012
****122.50 ****122.50

Dear Sir:

Enclosed please find Articles of Incorporation of V & K FOOD ENTERPRISES, INC., and Acceptance of Appointment of Registered Agent. Also, please find our check for \$122.50 to cover the filing fee for a profit corporation, and registered agent designation.

If you should have any problems or concerns, please do not hesitate to contact me.

Sincerely,


Edward P. Fleming

EPF/tls

Enclosures

PH 4/30/97 9422
4/27/97
4/23/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 23, 1997

EDWARD P. FLEMING, ESQ.
4300 BAYOU BLVD, SUITE 12 AND 13
PENSACOLA, FL 32503

SUBJECT: V & K FOOD ENTERPRISES, INC.
Ref. Number: W97000009422

We have received your document for V & K FOOD ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 997A00020845

McDONALD, FLEMING, MOORHEAD & FERGUSON

Attorneys at Law

4300 Bayou Boulevard, Suites 12 and 13

Post Office Box 30009

Pensacola, Florida 32503

A Partnership of Professional Associations

Edward P. Fleming

Telephone (904) 477-0660

Telecopier (904) 477-4510

April 28, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314
Attn: Pamela Hall

RE: V & K FOOD ENTERPRISES, INC.

Dear Ms. Hall:

Enclosed please find the revised Articles of Incorporation of V & K FOOD ENTERPRISES, INC. Please advise should you need anything further. Thank you for your assistance in this matter.

Sincerely,

Tina L. Swain

Tina L. Swain

/tls
Legal Assistant to
Edward P. Fleming

Enclosures

ARTICLES OF INCORPORATION
OF
V & K FOOD ENTERPRISES, INC.

FILED
97 APR 30 PM 4: 11
LEGISLATIVE STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE I

NAME AND MAILING ADDRESS

The name of this corporation is V & K FOOD ENTERPRISES, INC., and the corporate mailing address is 1000 College Boulevard, Pensacola, FL 32504.

ARTICLE II

DURATION

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in and to transact any business for which corporations may be incorporated under the Florida General Corporation Act and to engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 4300 Bayou Boulevard, Stes. 12 & 13, and the name of this corporation's initial registered agent is Edward P. Fleming.

Pensacola, FL 32503

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:

Thomas Vance Mattis
1000 College Boulevard
Pensacola, Florida 32504

IN WITNESS WHEREOF, the undersigned incorporator has executed these

Articles of Incorporation this 11th day of April, 1997.



Thomas Vance Mattis
Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Before me the undersigned authority in and for said State and County personally appeared Thomas Vance Mattis, personally known to me to be the person described in, and who took an oath and freely and voluntarily subscribed the foregoing Articles of Incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 11th day of April, 1997.



Print Name _____
Notary Public, State of Florida
My Commission Expires: _____



TINA L. SWAIN
My Commission CC507348
Expires Dec. 17, 1999

FILED

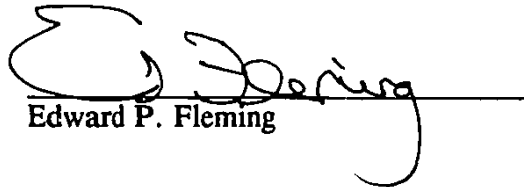
97 APR 30 PM 4:11

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Edward P. Fleming, accept the appointment as Registered Agent for V
& K FOOD ENTERPRISES, INC., as set forth in its Articles of Incorporation being filed
simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal
this 17th day of April, 1997.


Edward P. Fleming