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**BANNOURA, HARVAN P A**

One South Ocean Blvd  
Suite 322  
Boca Raton Florida 33432

May 27, 1997

Secretary of State  
Division of Corporations  
Tallahassee, Florida 32399

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-05/29/97--01062--003  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs:

Please find enclosed the articles of incorporation for BOULEVARD BRANDS INTERNATIONAL, INC. along with a check in the amount of \$122.50 for the filing fees.

Please send return the certificate and articles to the address above.  
Thank you for your attention to our request.

Sincerely,



N. Bannoura

FILED  
97 MAY 29 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

561-394-9062

561-394-6467(fax)

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ARTICLES OF INCORPORATION  
OF  
BOULEVARD BRANDS INTERNATIONAL, INC

FILED

97 MAY 29 AM 9:18

SECRETARY OF 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 1. NAME. The name of the corporation is: BOULEVARD BRANDS INTERNATIONAL, INC

ARTICLE 2. DURATION. The duration of the corporation is perpetual.

ARTICLE 3. PURPOSE. The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE 4. CAPITAL STOCK. The aggregate number of shares which the corporation is authorized to issue is 1000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE 5. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial principal office of the Corporation is One S Ocean Blvd, Suite 322, Boca Raton, Florida 33432 and the name and address of its initial Registered Agent is James Bannoura, One S Ocean Blvd, Suite 322, Boca Raton, Florida 33432.

ARTICLE 6. INITIAL BOARD OF DIRECTORS. The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

1. James Bannoura

One S Ocean Blvd, Suite 322  
Boca Raton, FL 33432

ARTICLE 7. INCORPORATORS. The name and address of each Incorporator is as follows:

1. James Bannoura

One S Ocean Blvd, Suite 322  
Boca Raton, FL 33432

ARTICLE 8. AMENDMENT. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE 9. INDEMNIFICATION. The corporation shall indemnify any incorporator, officer or director or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 28<sup>th</sup> day of May, 1997

  
JAMES BANNOURA

STATE OF FLORIDA                    }  
COUNTY OF PALM BEACH        }

Before me personally appeared  
to me well known and known to me to be the person described in and who executed the  
foregoing Articles of Incorporation and acknowledged to and before me that they  
executed said instrument for the purposes therein expressed.

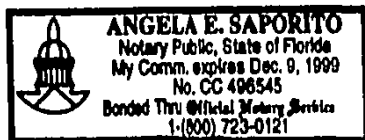
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WITNESS, my hand and official seal this 28<sup>th</sup> day of May,  
1997

  
Notary Public, State of Florida at large

(SEAL)

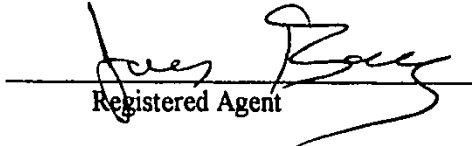
My commission expires: \_\_\_\_\_



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of  
BOULEVARD BRANDS INTERNATIONAL, INC. which is contained in the foregoing  
Articles of Incorporation.

Dated this 28<sup>th</sup> day of MAY, 1997.

  
\_\_\_\_\_  
Registered Agent

FILED  
97 MAY 29 AM 9:18  
STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA