321 N.W. 3RD AVENUE • OCALA, FLORIDA 34475 • TELEPHONE 352-732-4500 • FAX 352-351-3859

June 10, 1997

Corporate Records Bureau Division of Corporations **Department of State** Post Office Box 6327 Tallahassee, Florida 32301

SOOQQ

Re:

T.J.G. Foods, Inc.,

Dear Sirs:

Please find enclosed the original and one copy of the proposed Charter for the above corporation, (including designation of Registered Agent) together with our account check payable to your order in the amount of \$122.50 to cover the following:

Filing fee for Charter Certifled copy of Charter

\$ 35.00 52.50

Filing fee for Certificate of

Registered Agent

35.00

Total:

\$122.50

Please return to me a certified copy of the Charter. Thank you for your corporation in this matter.

Sincerely yours,

Michael J. Cooper

MJC/jr

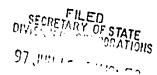
**Enclosures: Original Charter** 

Photocopy of Charter

Check No .:

## ARTICLES OF INCORPORATION

OF



## TJG FOODS, INC.,

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

## **ARTICLE I - NAME**

The name of the corporation is TJG FOODS, INC., with a mailing address of 1101 West North Boulevard, Leesburg, Florida 34478.

## **ARTICLE II - COMMENCEMENT AND DURATION**

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

## **ARTICLE III - PURPOSE**

The general purposes for which the corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

## **ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

## ARTICLE V - REGISTERED OFFICE

The street address of the initial principal office and registered office of the corporation is: 1101 West North Boulevard, Leesburg, Florida. The name of its initial Registered Agent is PAT CASALASPRO at 1101 West North Boulevard, Leesburg, Florida.

# ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director(s) is/are:

## **ARTICLE VII - INCORPORATORS**

The name and address of the incorporator(s) is: Pat Casalaspro 1101 West North Boulevard, Leesburg, Florida.

## **ARTICLE VIII**

This corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this corporation shall adopt a Section 1244 offering plan.

# **ARTICLE IX - PRE-EMPTIVE RIGHTS**

The shareholder(s) may adopt, by written agreement, a plan providing for pre-emptive rights as to the issuance, sale or transfer of any stock. If such agreement exists there shall be printed on the face of all stock in a legible manner proper words to notify any holder, buyer or transferee thereof of such agreement.

EXECUTED by the undersigned person at Ocala, Marion County, Florida, on this the day of 11 11 1997.	
PAT CASALASPRO, Incorporator	
I, PAT CASALASPRO, accept the office of Registered Agent. I am located at 1101 West North Boulevard Leesburg, Florida, the registered office of this corporation.  PAT CASALASPRO, Registered Agent	
STATE OF FLORIDA COUNTY OF MARION	
The foregoing instrument was acknowledged before me this day of Agent, who:	
A) is/are personally known to me QR who has/have produced a driver's license OR other identification: as identification; and	07 1
B) did OR did not take an oath.	FILE FIRE
Signature Choise Public (SEAFEXPIRATION DATE)	OF STATE
Printed name of Notary Public	