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GAIL S. MEDDOFF, Attorney at Law

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Via Federal Express

June 14, 1997

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Incorporation of: Maggio's Prime Meats, Inc.

Dear Sir or Madam,

We are enclosing the original and one copy of the Articles of Incorporation for this proposed corporation, together with an original and copy of the Certificate and Acknowledgment of Registered Agent.

Also enclosed is a check for \$122.50, which represents the fees for: filing the corporation (\$35.00), Registered Agent Designation (\$35.00), and one (1) Certified Copy of the Articles of Incorporation (\$52.50).

We appreciate your assistance in this matter.

Very truly yours,

GAIL S. MEDDOFF

GSM:mmi
Enclosures

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-06/23/97-01085--013
****122.50 ****122.50

FILED
97 JUN 23 PM 12: 03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials and date: 6/24/97

97 JUN 23 PM 12:04
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MAGGIO'S PRIME MEATS, INC.

The Undersigned, subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

Corporate Name

The name of the corporation is: MAGGIO'S PRIME MEATS, INC.

ARTICLE II

Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III

Purpose

The corporation is organized for the purpose of preparing and selling food products as permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Capital Stock

The corporation is authorized to issue Five Hundred (500) shares of no par value Common Stock, which shall be designated "Common Shares."

ARTICLE V

Initial Registered Office and Agent

The street address of the initial principal office is:

9842 S.W. 14th Street (Sandalfot Boulevard)
Boca Raton, Florida 33428

The mailing address of the corporation is:

Same as above

The name and street address of the Initial Registered Agent of this Corporation is:

Emil Alia
9842 S.W. 14th Street (Sandalfot Boulevard)
Boca Raton, Florida 33428

FILED
JUN 23 PM 12:03
TALLAHASSEE, FLORIDA

ARTICLE VI

Incorporators

The name and address of the incorporators signing these Articles of Incorporation are as follows:

GERI DeLOCA
4826 B. Equestrian Circle
Boynton Beach, FL 33436

JOAN SCHEIBE
3468 Palladian Circle
Deerfield Beach, FL

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 11th day of June, 1997.

Joan Scheibe
JOAN SCHEIBE

Gerri DeLoca
GERI DeLOCA

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

97 JUN 23 PM 12:04
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Registered Agent
of
MAGGIO'S PRIME MEATS, INC.

Pursuant to Florida Statutes Section 48,091 and 607.0501, the following
is submitted:


The above corporation, desiring to organize under the laws of the State
of Florida with its registered office as indicated in the Articles of
Incorporation, has named:

Emil Alia
9842 S.W. 14th Street (Sandalfot Boulevard)
Boca Raton, Florida 33428

as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for
the above stated corporation at the place designated in this certificate, and
being familiar with the obligations of that position, I hereby accept to act
in this capacity, and agree to comply with the provisions of the Florida Law
in keeping open said office.


EMIL ALIA
Registered Agent