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June 25, 1997

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

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RE: ARTICLES OF INCORPORATION OF BARBARA'S INCREDIBLE EDIBLES, INC.

To whom it may concern:

Enclosed please find the Articles of Incorporation of BARBARA'S INCREDIBLE EDIBLES, INC.. Additionally, please find my check for \$122.50 payable to the Secretary of State for filing the Articles of Incorporation, designating a registered agent and obtaining a certified copy of the Articles. Additionally, please bill me for a corporate kit for this corporation. If you have any questions please call me at (954) 721-2300.

Thank you for your cooperation in this matter.

Sincerely,

Keith Baron

Keith Douglas Baron

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

BARBARA'S INCREDIBLE EDIBLES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

BARBARA'S INCREDIBLE EDIBLES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

9715 West Broward Boulevard
Plantation, FL 33324
(954) 726-7854

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares at \$1.00 par value

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Keith Douglas Baron, Esq.
Keith Douglas Baron, P.A.
8333 West McNab Road
Suite 203
Tamarac, FL 33321

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Keith Douglas Baron, Esq.
Keith Douglas Baron, P.A.
8333 West McNab Road
Suite 203
Tamarac, FL 33321

ARTICLE VI

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE VII - TERM EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

The names and addresses of the initial directors of this corporation are:

Mitchell B. Ratisher, President
7770 N.W. 44th Court
Lauderhill, FL 33351
(954) 749-5728

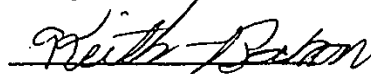
Barbara Bruner, Vice-President & Treasurer
6021 N.W. 77th Avenue
Tamarac, FL 33321
(954) 726-7854

The undersigned has executed these Articles of Incorporation on June 25, 1997.

BY: Keith Baron
KEITH DOUGLAS BARON

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process at for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Keith Douglas Baron
Keith Douglas Baron, P.A.
8333 West McNab Road
Suite 203
Tamarac, FL 33321
(954) 721-2300
Fla. Bar Number 959431

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