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ARTICLES OF INCORPORATION

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

The name of the corporation shall be: AVENTINE HILL INC.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1400 S. W. SUNSET TRAIL PALM City, Fl. 33410

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: (1000) ONE ThousaND

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are: DIANA MORRISON, 1400 S.W. SUNSET TRAIL, PAIM City, Fl., 34990

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are: DIANA MORRISON, 1400 S.W. SUNSET TRAIL, PALM City, FL., 34990

Signature/Incorpor

July 31, 1997
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 pbligations of my position as registered agent

Signature/Registered Agent

July 31, 1997
Date