

097000068536



ACCOUNT NO. : 072100000032

REFERENCE--: 489220 .12000A

AUTHORIZATION

Patricia Pzynt

COST LIMIT : \$ 122.50

ORDER DATE : August 7, 1997

ORDER TIME : 11:30 AM

ORDER NO. : 489220-005

400002260764--8

CUSTOMER NO: 12000A

CUSTOMER: June Emberton, Legal Assistant
SHAPIRO & ADAMS, P.A.

Suite 272
2401 Pga Boulevard
Palm Beach Gard, FL 33410

DOMESTIC FILING

NAME: PREMIER FOOD SERVICE
EQUIPMENT & DESIGN GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS: _____

FILED
97 AUG -7 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 AUG -7 PM 12:20
DIVISION OF CORPORATION

SN AUG - 7 1997

ARTICLES OF INCORPORATION
OF

Premier Food Service Equipment & Design Group, Inc.

FILED
97 AUG -7 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I -- NAME

The name of the corporation shall be Premier Food Service Equipment & Design Group, Inc. The mailing address is: 3927 Westgate Avenue, West Palm Beach, Florida 33409.

ARTICLE II -- DURATION

The corporation shall have perpetual existence.

ARTICLE III -- PURPOSE

The purpose of this corporation is all lawful business and engaging in any activity or business permitted under the laws of the United States or of this State.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock with a par value of \$.01 per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address in this state of the initial registered office of the corporation is 3927 Westgate Avenue, West Palm Beach, Florida 33409, and the name of the initial registered agent at such address is Scott Miller.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of not less than one (1) nor more than five (5) members. The number of directors may be increased or decreased from time to time as authorized by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors are:


Steven Shapiro
3927 Westgate Avenue
West Palm Beach, Florida 33409

Scott Miller
3927 Westgate Avenue
West Palm Beach, Florida 33409

ARTICLE VII -- INCORPORATORS

The name and address of the person signing these Articles is:
Scott Miller, 3927 Westgate Avenue, West Palm Beach, Florida
33409.

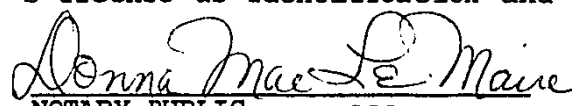
IN WITNESS WHEREOF, I have made and subscribed these Articles
this ____ day of August, 1997.



Scott Miller

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 5th
day of August, 1997, by Scott Miller who is personally known to me
or who has produced a driver's license as identification and who
did take an oath.



NOTARY PUBLIC
(Notary Seal)



I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET FORTH
IN THESE ARTICLES OF INCORPORATION.



Scott Miller

FILED
97 AUG - 7 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA