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VELLZ-ILLA ASSOCIATES, INC.
835 S.W. 37 TH AVE STE # 201
MIAMI, FLORIDA 33135
TEL: (305)-529-6680 FAX: (305)-442-8452

Miami, Florida

Date: Aug 16th/97

To: Secretary of State.
Div. of Corporations.

300002272813--0

-08/20/97--01106--004
****236.25 *****78.75

Ref: Filing New Corporation.

Name: ENERGY FINE FOODS, INC

By the present we are enclosing the Articles of Incorporation
of the Florida Corporation named ENERGY FINE FOODS, INC

Attached is a check by the amount of \$ 78.75 to cover the
following fee's:

Filling Fees with State of Florida....	\$ 35.00
Registered Agent Designation.....	\$ 35.00
Certificate of Status.....	\$ 8.75
	=====
Total.....	\$ 78.75

Please mail the Certificate of Status to the following
address:

MR. RICARDO RODRIGUEZ
c/o. 12260 S.W. 8th street #100
MIAMI, FLORIDA 33183

Thank you for your attention in this matter.

By the firm:

Jaill
RICHARD C. ILLA.

FILED
97 AUG 20 PM 12:24
SECRET
TALLAHASSEE, FLORIDA

8/21/97

FILED
97 AUG 20 PM 12:24
SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
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OF
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ENERY FINE FOODS, INC.
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ARTICLE I - NAME

The name of this Corporation is:

ENERY FINE FOODS, INC.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any business and / or activities permitted under the Laws of the United States and State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is One hundred shares of Common stock having a per value of \$ 1.00 (One). per each share.

ARTICLE V.

INITIAL AND PRINCIPAL REGISTERED OFFICE AND AGENT

The initial and principal registered office of this Corporation shall be : 11260 S.W. 8TH STREET, # 100, MIAMI, FL 33183 and the initial registered agent of this Corporation at such office shall be: RICARDO RODRIGUEZ.----- who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Status as amended from time to time, with respect to keeping an office open for service of process.

THIS DOCUMENT WAS PREPARED BY:
VELEZ-ULLA AND ASSOCIATES, INC.
836 S.W. 37th Ave., Ste. 201
Miami, Florida 33135
EIN # 65-0536489

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (1) member. The number of directors may be increased and / or decreased from time to time by vote of the Stockholders, but in no case shall the number of Directors be less than One (1) and no more than (5) Five----. The names and addresses of the directors constituting the initial Board of Directors are:

NAME	ADDRESS
1.- RICARDO RODRIGUEZ. PRESIDENT/SECRETARY. STOCKHOLDER 50.00% OWNER.	12260 S.W. 8TH ST # 100 MIAMI, FLORIDA 33183
2.- JUAN A PEPIN. VICE-PRESIDENT/TREASURER STOCKHOLDER 50.00% OWNER.	12260 S.W. 8TH ST # 100 MIAMI, FLORIDA 33183

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME	ADDRESS
RICARDO RODRIGUEZ. INCORPORATOR	12260 S.W. 8TH ST. # 100 MIAMI, FLORIDA 33183



Incorporator Signature

THIS DOCUMENT WAS PREPARED BY:
VELEZ-ILLA AND ASSOCIATES, INC.
835 S.W. 37th Ave., Ste. 201
Miami, Florida 33135
EIN # 65-0538489

ACCEPTANCE OF REGISTERED AGENT
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Having been named to accept service of process for :
ENERGY FINE FOODS, INC., at the place designated in
the Articles of Incorporation. I RICARDO RODRIGUEZ.
accept to act in this capacity, and agree to comply
with the provisions of Section 48.091 relative to keeping
open said office.

Miami, Dade County.
Florida July 12th, 1997


RICARDO RODRIGUEZ.
Registered Agent.

FILED
97 AUG 20 PM 12:26
TALLAHASSEE, FLORIDA

THIS DOCUMENT WAS PREPARED BY:
VELEZ-ILLA AND ASSOCIATES, INC.
835 S.W. 37th Ave., Ste. 201
Miami, Florida 33135
EIN # 65-0530489

JUL 12 1997