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TRANSMITTAL LETTER

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
PO BOX 6327  
TALLAHASSEE, FL 32314

700002278197--U  
-08/27/97--01043--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: J.J. BABY FOOD CENTER, INC.

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF  
INCORPORATION AND OUR CHECK FOR \$ 70.00

FROM: SERGE R. DAZILE  
437 E. ATLANTIC BLVD, SUITE 1-C  
POMPANO BEACH, FL 33060  
(954) 784-9253

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 27 AM 8:24

Rp  
8-28-97

**ARTICLES OF INCORPORATION  
OF  
J.J. BABY FOOD CENTER, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 AUG 27 AM 8:24

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

**ARTICLE I - NAME AND PRINCIPAL OFFICE**

The name of the corporation is J.J. Baby Food Center, Inc. and its principal office is located at 2327 NE 5th Avenue, Pompano Beach, Florida 33064

**ARTICLE II - DURATION**

This corporation shall commence its existence upon receipt of these articles by the Secretary of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one thousand (1000) shares of one Dollar (1) par value common stock which shall be designated " Common Shares ".

**ARTICLE V - INITIAL REGISTERED AGENT & ADDRESS**

The name of the initial registered agent is Frank Joseph and the street address is 2327 Northeast 5th Avenue, Pompano Beach, Florida 33064.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The corporation shall initially have a President, a Vice-President and a Secretary to hold office, as Directors, until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time according to the Bylaws. The name and address of the directors of this corporation are as follow:

1. Frank Joseph 1035 NW 7th Avenue, Fort Laud., Fl 33432  
Name Address

## ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles is: Frank Joseph

## ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned have executed these Articles of Incorporation this  
23 day of March, 1997

Frank Joseph  
President, Vice-President, Secretary

Frank Joseph  
Signature/Title

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED

In compliance with section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement designating the registered office/registered agent, in the state of Florida.

The corporation J.J. Baby Food Center, Inc. , desiring to organize or qualify under the laws of the state of Florida, has named Frank Joseph , Address: 1035 North West 7th Avenue, Fort Lauderdale, Florida 33304, as its agent to accept service of process within Florida.

Signature Frank Joseph  
Corporate officer

Title president

Date 3-25-97

97 AUG 27 AM 8:24

FILED  
CLERK OF COURT  
JULY 27 1997

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

Signature Frank Joseph

Date 3-25-97