

08/29/97

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O'HAIRE, QUINN, CANDLER

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8/29/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: O'HAIRE, QUINN, CANDLER, CHARTERED

ACCT#: 073077002560

CONTACT: SUSAN M ISOM

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FAX #: (561)231-9729

NAME: GOOD FOOD ASSOCIATES, INC

AUDIT NUMBER.....H97000014342

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

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97 AUG 29 PM 2:04
STATE
SECRETARY OF
TALLahassee, FLORIDA

B. REGISTER AUG 29 1997

ARTICLES OF INCORPORATION
OF
GOOD FOOD ASSOCIATES, INC.

97 AUG 29 PM 2:04
SECRET
TALLAHASSEE, FLORIDA

The undersigned, 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 this corporation shall be GOOD FOOD ASSOCIATES, INC., hereinafter referred to as the "corporation".

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

This corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the corporation as hereinabove set forth in Article II.

ARTICLE IV

This corporation has the authority to issue ten thousand (10,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

This corporation is to exist perpetually.

Instrument Prepared By:
Jerome D. Quinn, Esq.
3111 Cardinal Drive
Vero Beach, FL 32963
561/231-6800
Florida Bar No. 115907

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ARTICLE VI

The initial street address of the principal office of this corporation in the State of Florida is 1153 Malabar Road NE, #16, Palm Bay, Brevard County, Florida 32907. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

This corporation shall have three (3) directors, initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Billy Raynor	1153 Malabar Road NE, #16 Palm Bay, Florida 32907
Shirley Raynor	1153 Malabar Road NE, #16 Palm Bay, Florida 32907
Timothy Hanning	1153 Malabar Road NE, #16 Palm Bay, Florida 32907

These directors shall hold office until the first annual meeting or until their successors are elected or appointed and qualified as provided in the By-Laws.

ARTICLE IX

The name and address of the incorporator is GREGG M. CASALINO, 3111 Cardinal Drive, Vero Beach, Florida, 32963.

ARTICLE X

The registered agent for service of process within this state shall be GREGG M. CASALINO, whose street address is 3111 Cardinal Drive, Vero Beach, Indian River County, Florida.

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I hereby am famillar with and accept the duties and responsibilities as
registered agent for said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 29th day
of August, 1997.


GREGG M. CASALINO
Incorporator/Registered Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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