



THE UNITED STATES
CORPORATION
COMPANY

P97000077166

ACCOUNT NO. : 072100000032

REFERENCE : 519427 115534A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pzyto

ORDER DATE : September 5, 1997

ORDER TIME : 10:15 AM

ORDER NO. : 519427-015

200002286212--0

CUSTOMER NO: 115534A

CUSTOMER: Ms. Kitty Scott
LAZY FLAMINGO FOODS, INC.

Suite 4
695 Tarpon Bay Road
Sanibel, FL 33957

DOMESTIC FILING

NAME: A & E VENTURES, 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: Kim Clemons

EXAMINER'S INITIALS: _____

FILED
97 SEP - 5 PM 11:06
TALLAHASSEE, FLORIDA

SN SEP - 5 1997

ARTICLES OF INCORPORATION
OF

A & E VENTURES, INC.

FILED

97 SEP -5 PM 4:06

SEC. STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

A & E VENTURES, INC.

The principal place of business of this corporation shall be
15178 Parkside Dr. Unit 7. Ft. Myers, Fl. 33908

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of stock, which shall have no nominal or par value.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 15178 Parkside Dr., Unit 7, Ft. Myers, Florida 33908, and the name of the initial registered agent of the corporation at that address is Anita M. Turcotte.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a C corporation.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Anita M. Turcotte - Pres./Sec./Treas./Dir.
15178 Parkside Dr., Unit 7
Ft. Myers, Florida 33908

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Anita M. Turcotte
15178 Parkside Dr., Unit 7
Ft. Myers, Florida 33908

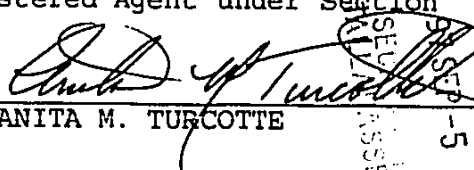
IN WITNESS WHEREOF, the undersigned agent of A & E Ventures, Inc., has hereunto set his hand and seal of A & E VENTURES, INC., this 5th day of September 1997.


ANITA M. TURCOTTE

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

A & E VENTURES, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505. Florida Statutes.

By:


ANITA M. TURCOTTE

FILED
SEP - 5 PM 4:06
STATE
OFFICE
FLORIDA