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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ORMOND FOODS, INC.

AUDIT NUMBER.....H97000018845

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

CERT. OF STATUS..0

PAGES..... 5

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 13, 1997

EMPIRE

SUBJECT: ORMOND FOODS, INC.
REF: W97000025627

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Becky McKnight
Document Specialist

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ARTICLES OF INCORPORATION

OF

ORMOND FOODS, INC.

ARTICLE I - NAME

The name of this corporation shall be:

Ormond Foods, Inc.

and its principal office and mailing office is

2503 Highway 60 East
Valrico, Florida 33594

ARTICLES II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The initial registered office of this corporation shall be 750 W. Lumsden Road, Brandon, Florida 33511. The Registered Agent of this corporation at such office, shall be

Clifton C. Curry, Jr., Esq. - Fla. Bar #0338915
Curry & Associates, P.A.
750 W. Lumsden Road
Brandon, Florida 33511 (813) 653-2500

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Clifton C. Curry, Jr., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time-to-time with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) members. The number of directors may be increased or decreased from time-to-time by vote of the Shareholders as set out in the By-Laws. The names and addresses of the initial Board are:

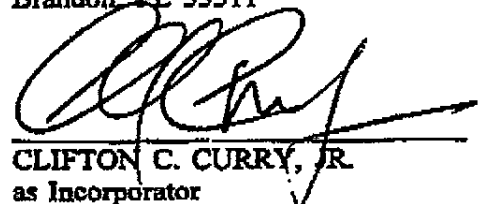
NAME	ADDRESS
Talal Kazbour	1103 Deer Run Place Valrico, Florida 33594

ARTICLE VII - INCORPORATOR

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

Clifton C. Curry, Jr.

750 West Lumsden
Brandon, FL 33511


CLIFTON C. CURRY, JR.
as Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, CLIFTON C. CURRY, JR., as incorporator, to me personally known or who produced driver's licenses or _____ as identification, and who did take an oath, to be the person described in and who, after being duly sworn, deposes and states that he executed the foregoing ARTICLES OF INCORPORATION of ORMOND FOODS, INC. and the said individual acknowledged before me that he executed the same as his free act and deed for the uses and

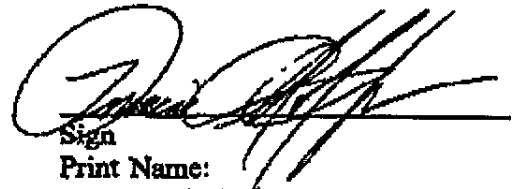
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purposes therein stated.

SWORN TO AND SUBSCRIBED BEFORE ME, this 11 day of November, 1997,
at Brandon, Hillsborough County, Florida.

NOTARY PUBLIC



Sign

Print Name:

State of Florida at Large (Seal)

My Commission No.: _____

My Commission Expires: _____



LORRAINE A. HOFFMAN
Notary Public, State of Florida
My Comm. Exp. Oct. 24, 1999
Comm. No. CC 505366

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING REGISTERED OFFICE
AND REGISTERED AGENT (AND RESIDENT AGENT)
ORMOND FOODS, INC.**

Pursuant to applicable Florida Statutes, the following is submitted:

That Ormond Foods, Inc., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the ARTICLES OF INCORPORATION at 750 W. Lumsden Road, Brandon, Florida 33511, has named Clifton C. Curry, Jr. as its Registered Agent (and Resident Agent).

ACKNOWLEDGMENT

Having been named Registered Agent for the above-stated corporation as designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Florida Statutes relative to keeping open said office.


CLIFTON C. CURRY, JR.
as Registered Agent

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TALLAHASSEE, FLORIDA

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