

P97000097535

DOWNTOWN BUSINESS SERVICES

5 November 1997

Secretary of State
Corporation Division of New Filings
P.O. Box 6327
Tallahassee, FL 32314

200002345662--5
-11/13/97-01004-003
****122.50 ****122.50

Re: JERUSALEM PRODUCE, INC.

To Whom It May Concern:

Enclosed is an original and one copy of the Articles of Incorporation for the above named proposed Florida Corporation. Also enclosed is a check in the amount of \$122.50, representing payment of fees as follows:

Filing Fee	\$	35.00
Designation & Acceptance of Registered Agent		35.00
Certified Copy		52.00
TOTAL	\$	122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 13 AM 8:41

Please file the enclosed Articles of Incorporation and return the certified copy to the undersigned.

Thank you for your attention in this matter.

Sincerely,



Shirley P. Yockey

DRP/syenclosures Articles of Incorporation (2)
Check for \$122.50
Stamped Self Addressed Envelope

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 NOV 13 AM 8:42

ARTICLES OF INCORPORATION

JERUSALEM PRODUCE, INC.

ARTICLE I - NAME

The name of this corporation is:

JERUSALEM PRODUCE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1801 OAK VISTA TERRACE
ORLANDO, FL 32824

ARTICLE III - GENERAL NATURE

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV - SHARES

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

HASSAN A. HAMDAN
1801 OAK VISTA TERRACE
ORLANDO, FL 32824

ARTICLE VI - DIRECTORS

This corporation shall initially have two (2) directors. The number of directors may be increased from time to time by the by-laws adopted by the stockholders but shall never be less than one. The person named as initial director shall hold office for the first year of the existence of this corporation or until their successors are elected or appointed and have qualified, whichever comes first.

The name of the director of this corporation and his street address are:

HASSAN A. HAMDAN
1801 OAK VISTA TERRACE
ORLANDO, FL 32824

AREF HAMDAN
1801 OAK VISTA TERRACE
ORLANDO, FL 32824

ARTICLE VII - INCORPORATOR

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

HASSAN A. HAMDAN
1801 OAK VISTA TERRACE
ORLANDO, FL 32824

ARTICLE VIII - TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of the filing of these articles.

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a Shareholder's Meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X - SECTION 1244

The subscriber desires the corporate stock be issued pursuant to Section 1244 of the Internal Revenue Code and to be taxed as a Subchapter S corporation.

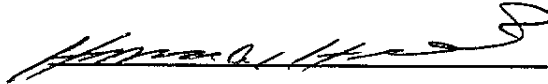
ARTICLE XI - OFFICERS

The name of the Officer of the corporation is:

PRESIDENT: HASSAN A. HAMDAN

VICE PRESIDENT AREF HAMDAN

IN WITNESS WHEREOF the undersigned as incorporator has executed the foregoing Articles on this, the 5TH day of November, 1997.



STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this, the 5th day of November, 1997, by HASSAN A. HAMDAN on behalf of the corporation. He is personally known to me and did not take an oath.


NOTARY PUBLIC

David R Portlock
My Commission CC650299
Expires May 26, 2001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ACCEPTANCE OF REGISTERED AGENT

97 NOV 13 AM 8:42

Having been named in these Articles of Incorporation as Registered Agent to accept service of process for the above named corporation, at the place designated in Article V, the undersigned accepts the designation as Registered Agent and agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date: 11.5.97


Registered Agent

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this, the 5th day of November 1997, by Hassan A. Hamdan, on behalf of the corporation. He is personally known to me and did not take an oath.


Notary Public



David R Portlock

My Commission CC650299

Expires May 26, 2001