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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839

ACCT#: 071001002335

FAX #: (305) 716-0346

NAME: EMERALD VALLEY FROZEN FOOD, INC.

AUDIT NUMBER.....H97000020253

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

CERT. OF STATUS..1

PAGES..... 3

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight DEC 09 1997

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

EMERALD VALLEY FROZEN FOOD, INC.

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

ARTICLE I NAME

The name of the corporation shall be:

EMERALD VALLEY FROZEN FOOD, INC.
The principal place of business of this corporation shall be:
3694 ESTEPONA AVE. MIAMI, FL 33178

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:
1,000 SHARES AT \$1.00 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

ALAN KUHN
3694 ESTEPONA AVE.
MIAMI, FL 33178

BEVERLY BUMP
3694 ESTEPONA AVE.
MIAMI, FL 33178

GERARDO SAMPEDRO
3694 ESTEPONA AVE.
MIAMI, FL 33178

PREPARED BY: GERARDO SAMPEDRO
1301 NW 89 CT.
MIAMI, FL 33172
(305) 599-4922

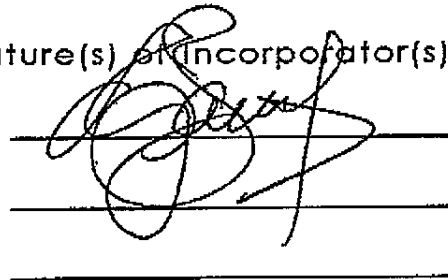
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

GERARDO SAMPEDRO
1301 NW 89 CT.
MIAMI, FL 33172

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 9th day of DECEMBER, 1997.

Signature(s) of Incorporator(s)

A handwritten signature, likely of Gerardo Sampedro, is written over three horizontal lines. The signature is stylized and cursive.

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

EMERALD VALLEY FROZEN FOOD, INC.

2. The name and address of the registered agent and office is:

Gerardo Sampedro 1301 NW 89 CT.

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33172

(CITY/STATE/ZIP)

SIGNATURE

TITLE

DATE DECEMBER 9, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

DECEMBER 9, 1997