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(813) 937-4598
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December 16, 1997

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

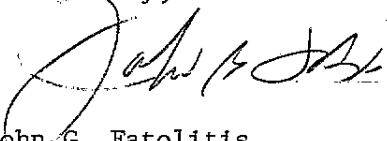
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*****70.00 *****70.00

Re: European Foods, Inc.

Gentlemen:

Enclosed please find original and copy of Articles of Incorporation for European Foods, Inc., and Check for \$70.00 representing fee for filing Articles of Incorporation and fee for resident agent registration.

Sincerely,

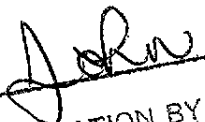

John G. Fatolitis

Enc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AUTHORIZATION BY PHONE TO
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DATE 12/19/97
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ARTICLES OF INCORPORATION OF EUROPEAN FOODS, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act do hereby adopt the following articles of incorporation.

Article One

The name of the corporation is EUROPEAN FOODS, INC.

Article Two

The duration of the corporation is perpetual.

Article Three

The general purposes for which the corporation is organized are:

A. To engage in the business of buying and selling of food products for sale on a retail and/or wholesale basis of European Foods, and to deal with in all kinds of food, food stuffs and food products.

B. To transact any other lawful business for which corporations may be incorporated under the General Corporation Act of Florida or engage in any trade or business which can, in the opinion of the Board of Directors of the corporation be advantageously carried on in connection with or auxiliary to the foregoing business.

Article Four

The aggregate number of shares for which the corporation is authorized to issue is one thousand (1000). Such shares shall be of a single class and shall have a par value of One (\$1.00) Dollar.

Article Five

The street address of the initial registered office of the corporation is 1701 Hunter Lane, Tarpon Springs, Florida 34689 which is located in Pinellas County and the name of the initial registered agent for service of process is Nikitas Skoufatos. The principal office & the registered office are the same.

Article Six

The number of directors constituting the initial board of directors is Two (2). The name and address of each person who is to serve as a member of the Board

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TALLAHASSEE, FLORIDA

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Directors initially is:

- a. Nikitas Skoufatos 1414 Whitehall Lane, Holiday, Florida 34691.
- b. Michael Skoufatos 1701 Hunter Lane, Tarpon Springs, Florida 34689.

Article Seven

The name and address of each incorporator is:

- a. Nikitas Skoufatos 1414 Whitehall Lane, Holiday, Florida 34691.
- b. Michael Skoufatos 1701 Hunter Lane, Tarpon Springs, Florida 34589.

Article Eight

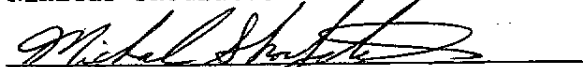
Meetings of the Board of Directors and meeting of the shareholders may be held within or without the State of Florida.

Article Nine

The original by-laws of this corporation shall be made, prepared and adopted by the Board of Directors of this corporation by a majority thereof. Thereafter, said by-laws may be amended by a majority vote of the Directors present at any regular meeting of said Board of Directors or at any special meeting called for such purpose by a majority vote of the Directors present.

IN WITNESS WHEREOF the undersigned have hereunto subscribed their hands and seals to the Articles of Incorporation this 17th day of December, 1997.


Nikitas Skoufatos


Michael Skoufatos

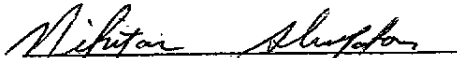
State of Florida: County of Pinellas: The foregoing Articles of Incorporation were acknowledged before me this 17th day of December, 1997 by the above named persons and each of them is personally known to me.

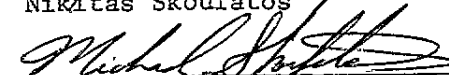


Renee F. Glakousis
MY COMMISSION # CC518341 EXPIRES April 28, 2000
Notary Public

BONDED THRU TROY FAIN INSURANCE, INC.

EUROPEAN FOODS, INC., desiring to organize under the laws of the State of Florida with its principal place of business at 1701 Hunter Lane, Tarpon Springs, Pinellas County, Florida, has named Nikitas Skoufatos as its agent to accept service of process within the State of Florida.


Nikitas Skoufatos


Michael Skoufatos

Having been named to accept service of process for EUROPEAN FOODS, INC. at the place designated in this certificate, I 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 as such.

12/12/97


Nikitas Skoufatos

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